

P98000045752

WILLIAM J. KANANACK
ATTORNEY AT LAW

SUITE 600
ONE HARBOR PLACE
1901 S. HARBOR CITY BLVD.
MELBOURNE, FL 32901

EFFECTIVE DATE
5/15/98

TELEPHONE
407-726-8595
FAX
407-726-8255

May 14, 1998

Department of State
Division of Corporations
PO Box 6237
Tallahassee, FL 32314

600002527576--3
-05/18/98-01092-016
*****70.00 *****70.00

Re: Heritage Vinyl Siding of Brevard, Inc.

To Whom It May Concern:

I have enclosed one original and one copy of the Articles of Incorporation and the Certificate of Designation of Registered Agent for the above-referenced corporation together with a check for seventy dollars (\$70.00) made payable to the Department of State.

Please note that the effective date of incorporation for Heritage Vinyl Siding of Brevard, Inc., is May 15, 1998.

An extra copy of this letter and a stamped envelope are also enclosed. Please date stamp the letter and return it to my attention.

Thank you.

Sincerely yours,

William J. Kananack

William J. Kananack

FILED
98 MAY 18 AM 9:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TA-5/21/98

ARTICLES OF INCORPORATION
OF
HERITAGE VINYL SIDING OF BREVARD, INC.

EFFECTIVE DATE
5/15/98

ARTICLE I

NAME

The name of the corporation is Heritage Vinyl Siding of Brevard, Inc.

ARTICLE II

ADDRESS

The principal office and mailing address of this corporation is 6180 Babcock Street S.E., Unit G-1, Melbourne, FL 32909.

ARTICLE III

EFFECTIVE DATE

The effective date of incorporation shall be May 15, 1998.

ARTICLE IV

PURPOSE

The purposes for which the business will be conducted are:

To manufacture, design, construct, own use, buy, sell, lease, hire and deal in and with articles and property of all kinds and to render services of all kinds, and to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida.

ARTICLE V

TERM OF EXISTENCE

The corporation shall have perpetual existence.

FILED
98 MAY 18 AM 9:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI
CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$.01 par value common stock.

ARTICLE VII
PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which the shareholder holds, shall have the right to purchase a prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others. This right may be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

ARTICLE VIII
REGISTERED OFFICE AND AGENT

The address of the initial registered office of this corporation is 6180 Babcock Street S.E., Unit G-1, Melbourne, FL 32909. The name of the initial registered agent at that address is MARY J. BROWN.

ARTICLE IX
BOARD OF DIRECTORS

The business of this corporation shall be managed by the Board of Directors. Initially, this corporation shall have one (1) director. The number of directors may be either increased or diminished from time to time by the By Laws, but shall never be less than one. The name and address of the initial director of the corporation is:

Mary J. Brown

6180 Babcock Street S.E.
Unit G-1
Melbourne, FL 32909.

ARTICLE X

INCORPORATOR

The name and address of the individual signing these Articles of Incorporation is:

Mary J. Brown

6180 Babcock Street S.E.

Unit G-1

Melbourne, FL 32909.

ARTICLE XI

INDEMNIFICATION

This corporation shall to the fullest extent permitted by Florida Statutes, as amended and supplemented from time to time, indemnify any and all persons whom it shall have power to indemnify from and against any and all of the expenses, liabilities or

ARTICLE XII

AMENDMENT

The corporation reserves the right to amend or repeal any provisions in these Articles of Incorporation in the manner provided by law. Any right conferred on the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber executed these Articles of Incorporation on May 14, 1998.


MARY J. BROWN

STATEMENT OF DESIGNATION AND ACCEPTANCE
OF INITIAL REGISTERED AGENT AND REGISTERED OFFICE

The undersigned corporation, organized under the laws of the State of Florida, submits the following statement designating the registered office/registered agent, in the State of Florida.

The name of the corporation is:

Heritage Vinyl Siding of Brevard, Inc.

The name and address of the initial registered agent is:

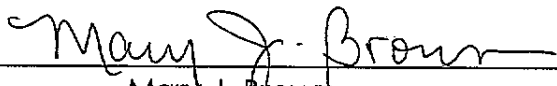
Mary J. Brown
Heritage Vinyl Siding of Brevard, Inc.
6180 Babcock Street S.E.
Unit G-1
Melbourne, FL 32909.

FILED
98 MAY 18 AM 9:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

I hereby accept appointment and agree to act in the capacity of the registered agent of Heritage Vinyl Siding of Brevard, Inc., at the initial registered office of this corporation as set forth above. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated this 14th day of May 1998.



Mary J. Brown