

WAYNE D. CLANCE

ATTORNEY AT LAW
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P98000050253

May 13, 1998

Secretary of State
Corporate Division
409 East Gaines Street
Tallahassee, Florida 32301

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-04/17/98--01108--015
*****245.00 *****122.50

RE: NEW CORPORATION

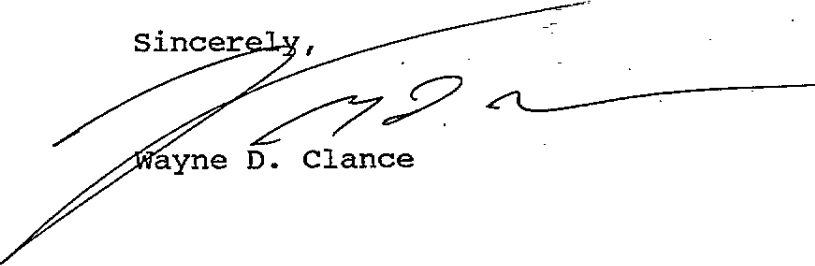
Dear Sir / Madam,

Please find enclosed the following:

- A. Affidavit signed by one Frank Sarmir relinquishing all rights to the name American Foam Core Panels, Inc..
- B. Resubmitted corporate charter with the name American Foam Core Panels, Inc..

The funds for registration are held by you from our previous submission. (Your letter attached)

Sincerely,


Wayne D. Clance

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98 JUN -3 PM 3:39
STATE
TALLAHASSEE, FLORIDA

W.D.C.
6/3

ARTICLES OF INCORPORATION
OF
AMM-CO PROPERTIES, INC.

I, the undersigned, subscriber to these Articles of Incorporation, a natural person competent to contract, do hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I

Name

The name of the corporation shall be:

AMM-CO PROPERTIES, INC.

ARTICLE II

Purpose

The corporation shall be entitled to engage in any business activity authorized by the laws of Florida.

ARTICLE III

Shares

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having a par value of one dollar (\$1.00) per share.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV

Capital

The amount of capital with which this corporation shall begin business shall be not less than Five Hundred (\$500.00) dollars.

ARTICLE V

Existence

This corporation shall have perpetual existence.

ARTICLE VI

Office

The principle office of the corporation shall be:

10912 Majuro Drive
Jacksonville, Florida 32246

ARTICLE VII

Directors

The number of directors of this corporation shall be as provided in the By-Laws, but shall not be less than 1 in number.

ARTICLE VIII

Initial Directors

The names and address of the first Directors of this corporation who, subject to the provisions of the By-Laws of the corporation, and the laws of the State of Florida, shall hold office for the first year of the corporation existence are:

Joan Cox
10912 Majuro Drive

Jacksonville, Florida 32246

ARTICLE IX

Subscribers

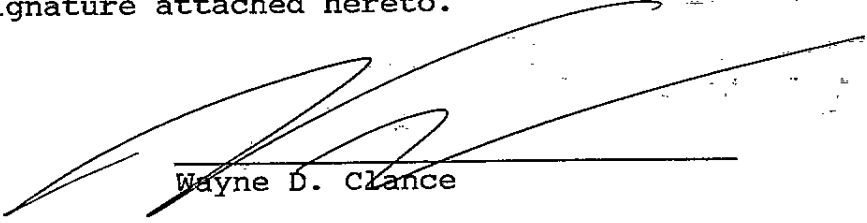
The name and address of the subscriber of these Articles and the number of shares she agrees to take is as follows:

Joan Cox
10912 Majuro Drive
Jacksonville, Florida 32246
500 shares

ARTICLE X

Resident Agent

The corporation hereby appoints Wayne D. Clance, 4751 San Juan Ave., Suite 20, Jacksonville, Florida 32210 as resident agent of the corporation. Said agent's acceptance of appointment is represented by his signature attached hereto.



Wayne D. Clance

ARTICLE XI

Amendment

These articles may be amended in the manner provided by law.

IN WITNESS WHEREOF, I, the undersigned, being the original subscriber to the capitol stock hereinbefore named, have hereunto set my hand and seal, this 26th day of May, 1998, for the purpose of forming this corporation to do business both within and without the State of Florida, and in accordance with the laws of the State of Florida, do make and file in the Office of the Secretary of

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of the State of Florida these Articles of Incorporation, and
certify that the facts herein stated are true.

Joan Cox (SEAL)
Joan Cox

State of Florida

County of Duval

Before me personally appeared Joan Cox known to me to be the
person described herein who acknowledged that she executed the
foregoing for the purposes therein described on this 26th day of
May, 1998.

[Signature]
Notary Public
State of Florida at Large
My Commission Expires:



WAYNE D CLANCE
My Commission CC547496
Expires Apr. 14, 2001

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TALLAHASSEE, FLORIDA