



**THE UNITED STATES
CORPORATION**
C O M P A N Y

ACCOUNT NO. : 072100000032

REFERENCE : 884038 83826A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : July 8, 1998

ORDER TIME : 11:40 AM

ORDER NO. : 884038-005

CUSTOMER NO: 83826A

CUSTOMER: Christopher D. Niles, Esq
NILES DOBBINS MEEKS ET AL

Suite 400
2601 E. Oakland Park Boulevard
Ft. Lauderdale, FL 33306

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-07/08/98--01073--024
***122.50 ***122.50

DOMESTIC FILING

NAME: FLORIDA SHADE SYSTEMS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL -8 PM 3:22

RECEIVED
98 JUL -8 PM 1:50
DIVISION OF CORPORATIONS

8/7/98

EFFECTIVE DATE

7/7/98

ARTICLES OF INCORPORATION

OF

FLORIDA SHADE SYSTEMS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL -8 PM 3:22

ARTICLE I. NAME

The name of this corporation is Florida Shade Systems, Inc., whose mailing address is 311 Southeast 6th Court, Pompano Beach, Florida 33060.

ARTICLE II. DURATION

This corporation shall have perpetual existence and these Articles are effective upon signing.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 7,500 shares at \$1.00 par value common stock.

ARTICLE V. PRE-EMPTIVE 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 he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 311 Southeast 6th Court, Pompano Beach, Florida 33060, and the name of the initial registered agent of this corporation at that address is Scott E. Webster. The undersigned is familiar with and accepts the duties of registered agent pursuant to Florida Statute 607.325.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have two Directors initially. The number of Directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one. The name and address of the initial Directors of this corporation are:

Scott E. Webster
311 Southeast 6th Court
Pompano Beach, Florida 33060

Ward E. Webster
630 SE 10th Street
Pompano Beach, Florida 33060

ARTICLE VIII. INCORPORATOR

The name and address of the person signing these Articles are:

Scott E. Webster
311 Southeast 6th Court
Pompano Beach, Florida

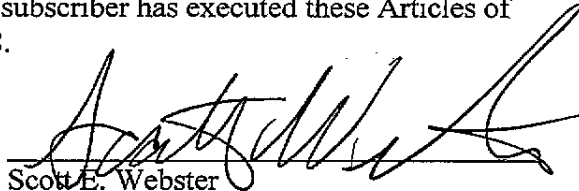
ARTICLE IX. INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X. AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 7 day of July, 1998.



Scott E. Webster
Subscriber and as Registered Agent

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SECRETARY OF STATE
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