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Richard J. Paull
Accounting & Tax Professional
12783-A W. Forest Hill Blvd.
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561-790-7137

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July 28, 1998

Secretary of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

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***122.50 ***122.50

Dear Sirs:


Enclosed herewith please find a check in the amount of \$122.50 representing fees for filing a profit corporation along with two copies of the executed Articles of Incorporation, to wit:

BRIAN SMITHS SCREEN & SHUTTERS, INC.

Please send the completed documents of incorporation to:

RICHARD J. PAULL
12783-A Forest Hill Blvd.
Wellington, FL 33414

Sincerely,


Richard J. Paull

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ARTICLES OF INCORPORATION

OF

BRIAN SMITHS SCREEN & SHUTTERS, INC.

The undersigned subscribers to these Articles of Incorporation, being natural persons, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is BRIAN SMITHS SCREEN & SHUTTERS, INC.

ARTICLE II - PURPOSE

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 500 shares of common stock, having a par value of \$1.00 which shall be designated as Equal Shares.

ARTICLE IV - TERMS OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have 1 director(s) initially. The number of directors may be increased from time to time by the bylaws. The names and addresses of the initial director(s) of this corporation is(are):

BRIAN FLIMORE SMITH
13298 87TH ST. NORTH
WEST PALM BEACH, FL 33411

ARTICLE VI - OFFICERS

The affairs of this corporation shall be administered by the officers holding the offices as designated in the bylaws. The names and addresses of the officers who shall serve until the first meeting of the Board of Directors are as follows:

BRIAN FLIMORE SMITH (P, VP, S, T)
13298 87TH ST. NORTH
WEST PALM BEACH, FL 33411

ARTICLE VII - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors of this corporation.

ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered agent 13298 87TH STREET NORTH, WEST PALM BEACH, FL 33411.

ARTICLE IX - INDEMNIFICATION

This corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent of the law.

ARTICLE X - CORPORATE ADDRESS

The initial address in the State of the principal office of the corporation shall be

1312 COMMERCE LANE #17 A
JUPITER, FL 33458

The board of directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE XI - AMENDMENT

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

ARTICLE XII - SUB-CHAPTER S CORPORATION

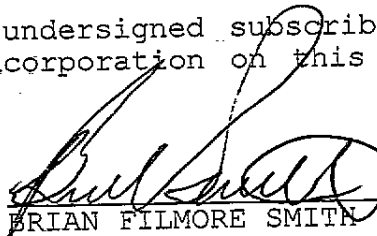
This corporation may elect to be treated as a Sub-Chapter S Corporation as defined by the Internal Revenue Code.

ARTICLE XIII - INCORPORATORS

The name(s) and address(es) of the persons signing these Articles of Incorporation is(are):

BRIAN FILMORE SMITH
13298 87TH STREET NORTH
WEST PALM BEACH, FL 33411

IN WITNESS WHEREOF, the undersigned subscriber(s) has(have) executed these Articles of Incorporation on this 30th day of JUNE, 1998.


BRIAN FILMORE SMITH

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

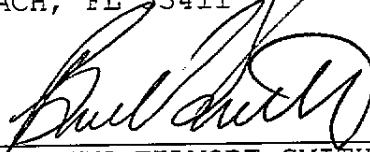
BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, BRIAN FILMORE SMITH personally appeared [X] known to me and known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he has executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal in the State and County aforesaid, on this 30th day of JUNE, 1998.


Notary Public
MY COMMISSION EXPIRES: Feb/2007

ACCEPTANCE OF POSITION AS REGISTERED AGENT

I hereby certify that I accept the position as registered agent for the corporation described herein. My address is 13298 87TH STREET NORTH, WEST PALM BEACH, FL 33411



BRIAN FILMORE SMITH

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