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BERRIEN H. BECKS, SR., P.A.
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October 30, 1998

BECKS BUILDING
125 N. RIDGEWOOD AVENUE
P.O. DRAWER 2140
DAYTONA BEACH, FLORIDA
32115

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, Florida 32301

500002677805--5
-11/02/98--01078--009
*****122.50 *****78.75

Re: HOME IMPROVEMENT SERVICES, INC.

Gentlemen:

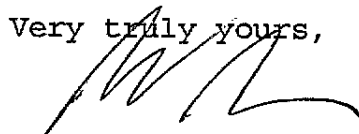
Enclosed please find the Articles of Incorporation regarding the above corporation. Please file same and forward a certified copy of the Articles to my office.

Also enclosed is a check for \$122.50 to cover the following costs and fees:

Filing Fee	\$35.00
Certified Copy	52.50
Registered Agent	35.00
	<u>\$122.50</u>

Thank you for your assistance in this matter.

Very truly yours,



BERRIEN H. BECKS, SR., P. A.

BHB,SR/j

Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

HOME IMPROVEMENT SERVICES, INC.

The undersigned subscribers, each a natural person competent to contract, hereby form a corporation under the laws of the State of Florida, and adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation shall be HOME IMPROVEMENT SERVICES, INC.

ARTICLE II - PRINCIPAL PLACE OF BUSINESS

The initial principal place of business of this corporation in the State of Florida shall be 3539 Russett Lane, Port Orange, Florida 32119. The Board of Directors from time to time may move the principal office to any other address in Florida.

ARTICLE III - NATURE OF BUSINESS

The general purposes for which the corporation is organized are:

1. To transact any lawful business for which corporations may be incorporated under the laws of Florida;
2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of common stock that this corporation is authorized to have outstanding at any one time is One Hundred (100) shares, having a par value of One Hundred Dollars (\$100) per share.

ARTICLE V - REGISTERED AGENT

The name of the initial registered agent of the corporation shall be ROBERT L. LAMB, II. The street address of the initial registered office is 3539 Russett Lane, Port Orange, FL 32119.

ARTICLE VI - INITIAL CAPITAL

The amount of capital with which this corporation will begin business is Ten Thousand Dollars (\$10,000).

ARTICLE VII - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VIII - DIRECTORS

This corporation shall initially have Two (2) Directors. The names and street addresses of the initial members of the Board of Directors are:

<u>Name</u>	<u>Address</u>
TIMOTHY J. CONROY	265 Amberwood Court Ormond Beach, FL 32174
ROBERT L. LAMB, II	3539 Russett Lane Port Orange, FL 32119

ARTICLE IX - INCORPORATORS

The names and street addresses of the incorporators to these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
TIMOTHY J. CONROY	265 Amberwood Court Ormond Beach, FL 32174
ROBERT L. LAMB, II	3539 Russett Lane Port Orange, FL 32119

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 shareholder is subject to this reservation.

ARTICLE XI - PREEMPTIVE RIGHTS

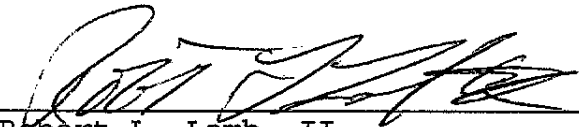
Every stockholder, upon the sale for cash or any new stock of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others; which price, in the case of par value shares, may be in excess of par.

IN WITNESS WHEREOF, the undersigned subscribers have executed

these Articles of Incorporation this 30th day of October, 1998.



Timothy J. Conroy




Robert L. Lamb, II

STATE OF FLORIDA
COUNTY OF VOLUSIA

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared TIMOTHY J. CONROY and ROBERT L. LAMB II, to me known to be the persons who executed the foregoing Articles of Incorporation, and they acknowledge before me that they executed these Articles of Incorporation.

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



Notary Public, State of Florida
My Commission expires:



FILED

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That HOME IMPROVEMENT SERVICES, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Port Orange, State of Florida, has named ROBERT L. LAMB, II, located at 3539 Russett Lane, Port Orange, Florida 32119, as its Agent to accept service of process within Florida.

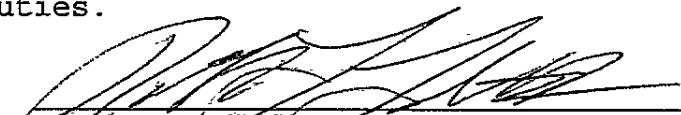


Timothy J. Conroy

Title: President

Date: October 30, 1998

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.



Robert L. Lamb, II, Resident Agent

Date: October 30, 1998