99 JAN 26 AM 9:31

January 23, 1999

Florida Department of State Attention: Doris Brown

Dear Ms. Brown:

Please find enclosed the Articles of Incorporation for S&M Atlantic Framing, Inc. as edited per your request, Ref. Number W99000001436) attached. A copy of our document has also been provided.

To reach us during business hours please call 904-471-7736 or 904-612-8413. The address for mailing is 5330 A1A South St. Augustine, FL 32084.

Thank you for in advance for your assistance.

Sincerely,

Secretary / Treasurer

789,509,3551,3550 W99-1436



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

January 20, 1999

ANA M. SATZ 5330 A1A SOUTH ST. AUGUSTINE, FL 32084

SUBJECT: S&M FRAMING, INC. Ref. Number: W99000001436

We have received your document for S&M FRAMING, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the entity must be identical throughout the document.

Please list the street address of each officer/director. If the officer/director does not have a street address, list a P.O. Box and write (N/A) beside the box number.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6972.

Doris Brown Document Specialist

Letter Number: 699A00002590

S&M ATLANTIC FRAMING, INC. ARTICLES OF INCORPORATION



The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

I. NAME:

The name of the corporation shall be S&M Atlantic Framing, Inc.-Fed. I.D. # 59-3547563

II. PRINCIPAL OFFICE:

The principal office and mailing address of this corporation shall be:

5330 A1A South St. Augustine, FL 32084

III. CAPITAL STOCK:

The number of shares of stock authorized to be outstanding at any one time is 100 shares of Class A Common Stock, \$1 par value. Each share of Class A Common Stock shall carry one vote.

IV. INITIAL REGISTERED AGENT AND ADDRESS:

The name and address of the initial registered agent is:

Ana M. Satz 5330 A1A South St. Augustine, FL 32084

V. BOARD OF DIRECTORS:

The following individuals will be considered to comprise the initial Board of Directors:

President / Chairman: Scott M. Satz
5330 A1A South
St. Augustine, FL 32084

V. **BOARD OF DIRECTORS (continued):**

Vice President:

Mark Beckham

27 Marilyn

St. Augustine, FL 32084

Secretary / Treasurer:

Ana M. Satz

5330 A1A South

St. Augustine, FL 32084

VI. **INCORPORATORS:**

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

> Scott M. Satz 5330 A1A South St. Augustine, FL 32084

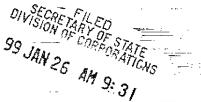
Mark Beckham 27 Marilyn St. Augustine, FL 32084

Ana M. Satz 5330 A1A South St. Augustine, FL 32084

The undersigned has executed these Articles of Incorporation this 11th day of

January, 1999.

Treasurer



CERTIFICATE OF DESIGNATION REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statues, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office / registered agent, in the State of Florida.

The name of the corporation is:

S&M Atlantic Framing, Inc.

The name and address of the registered agent and office is:

Ana M. Satz 5330 A1A South St. Augustine, FL 32084

Signature:

Title:

Date:

HAVING BEEN NAME AS REGISTERED AGENT AND TO ACCEPT THE SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUES 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.

Signature:

Date:

REGISTERED AGENT FILING FEE: \$35.00