

Division of Corporations

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Florida Department of State
Division of Corporations
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To:
Division of Corporations
Fax Number : (850) 922-4001

From:
Account Name : FREEBORN & FREEBORN, P.A.
Account Number : 075142002301
Phone : (727) 733-1900
Fax Number : (727) 733-6362

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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FLORIDA PROFIT CORPORATION OR P.A.

Atlantic Vinyl Windows & Doors Factory Outlet, Inc.

| | |
|-----------------------|---------|
| Certificate of Status | 1 |
| Certified Copy | 0 |
| Page Count | 03 |
| Estimated Charge | \$78.75 |

B. McKnight JUL 22 1999

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DIVISION OF CORPORATIONS
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**ARTICLES OF INCORPORATION
OF
ATLANTIC VINYL WINDOWS & DOORS
FACTORY OUTLET, INC.**

The undersigned Incorporator to these Articles of Incorporation, a natural person, competent to contract, does hereby form a Corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME. The name of this Corporation is ATLANTIC VINYL WINDOWS & DOORS FACTORY OUTLET, INC.

ARTICLE II - PRINCIPAL PLACE OF BUSINESS. The principal place of business of this Corporation is 1367 Highland Avenue, Dunedin, Florida 34698.

ARTICLE III - DURATION. This Corporation shall have perpetual existence unless dissolved according to law.

ARTICLE IV - BUSINESS. This Corporation is organized and shall be authorized to transact any and all lawful businesses for which corporations may be incorporated under the laws of the State of Florida, subject to the limitations by Chapter 607, Florida Statutes.

ARTICLE V - CAPITAL STOCK. The maximum number of shares of stock authorized to be issued by this Corporation is one hundred (100) shares of capital stock of the par value of \$1.00 (One Dollar) each, all of which shall have the same rights and privileges.

ARTICLE VI - PREEMPTIVE RIGHTS. The Shareholders of this Corporation shall be entitled to purchase ratably according to their respective holdings, any shares of the Corporation hereinafter issued or any securities exchangeable for or convertible into such shares or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares, but in either case only at such prices and during such period or periods and upon such terms and conditions as may be determined from time to time by the Board of Directors.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT. The street address of the initial registered office of this Corporation is: 1367 Highland Avenue, Dunedin, Florida 34698, and the name of the individual registered agent of this Corporation at that address is: SOL MINC. The Corporation shall have the privilege of establishing such other branch offices in any other location or any other city or town in this state or any other State or Country, as may be approved by its Board of Directors.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS. This Corporation shall have three (3) 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 names and addresses of the initial Directors of this Corporation are:

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MICHAEL BRAEUEL - 1367 Highland Avenue
Dunedin, Florida 34698

SOL MINC - 1367 Highland Avenue
Dunedin, Florida 34698

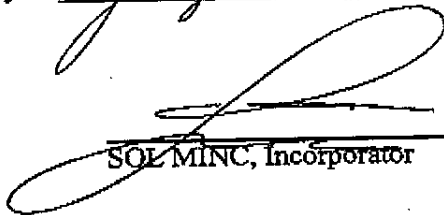
AARON SHOHAM - 1367 Highland Avenue
Dunedin, Florida 34698

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 - INCORPORATOR. The name and address of the person signing these Articles of Incorporation is:

SOL MINC - 1367 Highland Avenue
Dunedin, Florida 34698

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation of ATLANTIC VINYL WINDOWS & DOORS FACTORY OUTLET, INC. this 12th day of July, 1999.



SOL MINC, Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

I hereby certify that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, SOL MINC, to me personally known and known to me to be the individual described in (or who produced S/A as identification), who took an oath and who acknowledged that the instrument was freely and voluntarily executed for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in Pinellas County, Florida, this 12th day of June, 1999.



NOTARY PUBLIC
My Commission Expires:

OFFICIAL NOTARY SEAL
SHIRLEY A KIRKLAND
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC673079
MY COMMISSION EXP. SEPT 9 2001

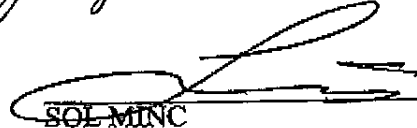
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ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

I HEREBY ACCEPT the designation of Registered Agent to accept service of process for the Florida Corporation. I am familiar with, and accept the obligations of, Section 607.325 of the Florida Statutes.

IN WITNESS WHEREOF, the undersigned Registered Agent has executed these Articles of Incorporation of ATLANTIC VINYL WINDOWS & DOORS FACTORY OUTLET, INC., this 12th day of July, 1999.


SOL MINC
Registered Agent

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