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ACCOUNT NO. : 072100000032

REFERENCE : 365676 4313402

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pizzit

ORDER DATE : September 7, 1999

ORDER TIME : 12:47 PM

ORDER NO. : 365676-005

CUSTOMER NO: 4313402

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CUSTOMER: Simon Nadler, Esq
SHULMAN ROGERS GANDAL PORDY &
SHULMAN ROGERS GANDAL PORDY &
Suite 300
11921 Rockville Pike
Rockville, MD 20852

DOMESTIC FILING

NAME: ADVANCED STRUCTURAL
TECHNOLOGIES, INC.

EFFECTIVE DATE: \

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP -8 PM 3:23

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
99 SEP -8 PM 1:41

FILED
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DIVISION OF CORPORATIONS
99 SEP -8 PM 3:23

**ARTICLES OF INCORPORATION OF
ADVANCED STRUCTURAL TECHNOLOGIES, INC.**

The undersigned, an individual, does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a corporation for profit, pursuant to the provisions of the Florida Business Corporation Act.

FIRST: The corporate name for the corporation (hereinafter called the "Corporation") is Advanced Structural Technologies, Inc.

SECOND: The street address of the principal office of the Corporation is 2875 South Congress Avenue, Suite F, Delray Beach, Florida 33445, and the mailing address of the principal office of the Corporation is P.O. Box 276211, Boca Raton, Florida 33427.

THIRD: The number of shares that the Corporation is authorized to issue is ten thousand (10,000), par value \$.01 per share, all of which are of the same class and are Common shares.

FOURTH: The street address of the initial registered office of the Corporation in the State of Florida is 2875 South Congress Avenue, Suite F, Delray Beach, Florida 33445.

The name of the initial registered agent of the Corporation at said registered office is Jodi Vogel.

The written acceptance of said initial registered agent, as required by the provisions of Section 607.0501(3) of the Florida Business Corporation Act, is set forth following the signature of the incorporator and is made a part of these Articles of Incorporation.

FIFTH: The name and the address of the incorporators are:

<u>NAME</u>	<u>ADDRESS</u>
Andrew E. Dembicks	P.O. Box 276211, Boca Raton, Florida 33427

The name and address of the initial Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Andrew E. Dembicks	P.O. Box 276211, Boca Raton, Florida 33427

SIXTH: No holder of any of the shares of any class of the Corporation shall be entitled as of right to subscribe for, purchase, or otherwise acquire any shares of any class of stock of the Corporation that the Corporation proposes to issue or any rights or options that the Corporation proposes to grant for the purchase of shares of any class of stock of the Corporation or for the purchase of any shares of stock, bonds, securities, or obligations of the Corporation that are convertible into or exchangeable for, or that carry any rights to subscribe for, purchase, or otherwise acquire shares of any class stock of the Corporation; and any and all of such shares of stock, bonds, securities, or obligations of the Corporation, whether now or hereafter authorized or created, may be issued, or may be reissued if the same have been reacquired and if their reissue is not prohibited, and any and all of such rights and options may be granted by the Board of Directors to such individuals and entities, and for such lawful consideration, and on such terms, as the Board of Directors in its sole and absolute discretion may determine, without first offering the same, or any thereof, to any said holder.

SEVENTH: The purposes for which the Corporation is organized are as follows:

To engage in the manufacture, marketing and sale of hardware, tools, kits and other products and services related to the building and home improvement industries.

To engage in any lawful business for which corporations may be organized under the Florida Business Corporation Act.

To carry on a general mercantile, industrial, investing, and trading business in all its branches; to devise, invent, manufacture, fabricate, assemble, install, service, maintain, alter, buy, sell, import, export, license as licensor or licensee, lease as lessor or lessee, distribute, job, enter into, negotiate, execute, acquire, and assign contracts in respect of, acquire, receive, grant, and assign licensing arrangements, options, franchises, and other rights in respect of, and generally deal in and with, at wholesale and retail, as principal, and as sales, business, special, or general agent, representative, broker, factor, merchant, distributor, jobber, advisor, and in any other lawful capacity, goods, wares, merchandise, commodities, and unimproved, improved, finished, processed, and other real, personal, and mixed property of any and all kinds, together with the components, resultants, and by-products thereof; to acquire by purchase or otherwise own, hold, lease, mortgage, sell, or otherwise dispose of, erect,

construct, make, alter, enlarge, improve, and to aid or subscribe toward the construction, acquisition, or improvement of any factories, shops, storehouses, buildings, and commercial and retail establishments of every character, including all equipment, fixtures, machinery, implements, and supplies necessary, or incidental to, or connected with, any of the purposes or business of the corporation; and generally to perform any and all acts connected therewith or arising therefrom or incidental thereto, and all acts proper or necessary for the purpose of the business.

To apply for, register, obtain, purchase, lease, take licenses in respect of, or otherwise acquire, and to hold, own, use, operate, develop, enjoy, turn to account, grant licenses and immunities in respect of, manufacture under and to introduce, sell, assign, mortgage, pledge, or otherwise dispose of, and, in any manner deal with and contract with reference to:

(a) inventions, devices, formulae, processes, and any improvements and modifications thereof;

(b) letters patent, patent rights, patented processes, copyrights, designs, and similar rights, trade-marks, trade symbols, and other indications of origin and ownership granted by or recognized under the laws of the United States of America or of any state or subdivision thereof, or of any foreign country or subdivision thereof, and all rights connected therewith or appertaining thereunto;

(c) franchises, licenses, grants, and concessions.

To have all of the general powers granted to corporations organized under the Florida Business Corporation Act, whether granted by specific statutory authority or by construction of law.

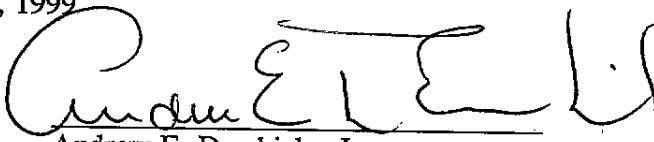
EIGHTH: The duration of the Corporation shall be perpetual.

NINTH: The Corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to

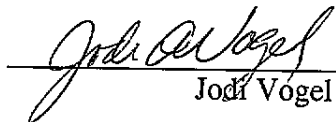
be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

TENTH: Whenever the Corporation shall be engaged in the business of exploiting natural resources or other wasting assets, distributions may be paid in cash out of depletion or similar reserves at the discretion of the Board of Directors and in conformity with the provisions of the Florida Business Corporation Act.

Signed on September __, 1999


Andrew E. Dembicks, Incorporator

Having been named as registered agent and to accept service of process for the above-named Corporation at the place designated in these Articles of Incorporation, 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 statutes 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.


Jodi Vogel

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