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Paula G. Drummond

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December 19, 1996

State of Florida
Department of State
Corporate Division
Post Office Box 6327
Tallahassee, FL 32314

EFFECTIVE DATE
Jan 1, 1997

200002038552--0
-12/27/96--01001--003
*****70.00 *****70.00

Re: MACHINEHEAD FRAMIN & TRIM, INC.

Dear Sir:

Enclosed is an original and one copy of the Articles of Incorporation for the above company. Please file the original in your offices and date stamp and return the copy to us.

We are enclosing a check made payable to the Florida Department of State in the amount of \$70.00 for the filing fee and registered agent designation fee.

Sincerely,

Noreen O. Theriot

By: Noreen O. Theriot,
Legal Assistant to
Paula G. Drummond, Esq.

Enclosures

*Dntc
12/31/96*

95 DEC 26 PM 4:43
SECTION OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLES OF INCORPORATION
OF
MACHINEHEAD FRAMIN & TRIM, INC.

EFFECTIVE DATE

Jan 1, 1997

FILED

DEC 26 PM 4:43
SEC. STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation is MACHINEHEAD FRAMIN & TRIM, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on January 1, 1997.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of engaging in and transacting any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act, and to do such other things as are incidental to the purpose of the corporation or necessary and desirable in order to accomplish them.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares of which the corporation is authorized to issue is 100 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 3924 Reinhardt Village Road, Milton, Florida 32583, and the name of the initial registered agent of this corporation at that address is Lindberg Smith.

ARTICLE VI - MAILING ADDRESS OF CORPORATION

The initial mailing address of the corporation is P.O. Box 3476, Milton, FL 32572, and principal business office of this corporation is 3924 Reinhardt Village Road, Milton, FL 32583.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one Director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time in the manner provided by the bylaws; however, there shall never be less than one director nor more than five. The name and address of the initial Director of the Corporation is Lindberg Smith, 3924 Reinhardt Village Road, Milton, Florida 32583.

ARTICLE VIII- INCORPORATOR

The name and address of the Incorporator is Lindberg Smith, 3924 Reinhardt Village Road, Milton, Florida 32583.

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 - AMENDMENT

Except as may be otherwise specifically provided in these Articles of Incorporation, this Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the Shareholders is subject to this reservation.

ARTICLE XI - BYLAWS

The power to adopt, alter, amend and repeal the Bylaws shall be vested in the Board of Directors.

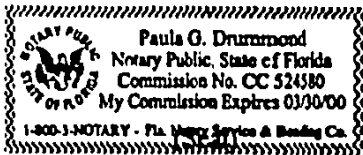
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this 18th day of December, 1996.

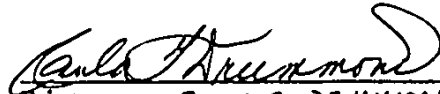


LINDBERG SMITH

STATE OF FLORIDA
COUNTY OF PENSACOLA

The foregoing instrument was acknowledged before me on this 18th day of December, 1996 by LINDBERG SMITH, who is personally known to me or who produced N/A as identification, and who did take an oath.





Print name: PAULA G. DRUMMOND
My Commission Expires: 3/30/2000
My Commission #: CC 524580

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Agent of Machinehead Framin & Trim, Inc. which is contained in the foregoing Articles of Incorporation and acknowledges that he is familiar with and accepts the obligations provided for in Section 607.0505, Florida Statutes.

DATED this 18th day of December, 1996.


Lindberg Smith
Registered Agent