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TRANSMITTAL LETTER

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-09/01/00--01039--005
*****78.75 *****78.75

SUBJECT:

Reinguard, Inc.
(proposed corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and our check
for \$ 78.75.

FROM:

KPS

Name (printed or typed)

4290 10th Ave. N. # 103

Address

Jacksonville, FL 32216

City, State, & Zip

561-434-9111

Telephone Number

Note: Please provide the original and one copy of the Articles.

PA 5/6/00

ARTICLES OF INCORPORATION

OF

RAINGUARD, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of this Corporation shall be RAINGUARD, INC.

ARTICLE II

DURATION

This Corporation shall have perpetual existence unless dissolved pursuant to law and shall commence business as of the date of filing of these Articles of Incorporation.

ARTICLE III

GENERAL NATURE OF BUSINESS

This corporation may engage in any activity of business permitted under the laws of the State of Florida; said corporation's primary purpose shall be in home improvement services.

ARTICLE IV

CAPITAL STOCK

This Corporation is authorized to issue 1000 shares of \$1.00 par value common stock, as follows: 50% percent of the stock to be owned by the President, Patrick Schiavo and 50% percent of the stock to be owned by the Vice-President, Brett Street.

**ARTICLE V
PRINCIPAL PLACE OF BUSINESS**

The principal place of business of this Corporation is: 229 Swayne Boulevard, Greenacres Fl. 33463 with the privilege of having branch offices at other places within or without the State of Florida.

**ARTICLE VI
OFFICERS AND DIRECTORS**

The names and post office address of the initial officers and directors who shall hold office for the first year of the corporation's existence or until their successors are elected are:

Patrick Schiavo(President) 229 Swayne Boulevard, Greenacres, Fl. 33463
Brett Street (Vice-President) 16260 123rd Terrace North, Jupiter Farms, Fl. 33478

**ARTICLE VII
INCORPORATOR**

The name and address of the person signing these Articles is:

Patrick Schiavo
229 Swayne Boulevard
Greenacres, Fl. 33463

**ARTICLE VIII
REGISTERED OFFICE AND REGISTERED AGENT**

The name of the registered agent and the street address of the initial registered office of this Corporation is:

Patrick Schiavo
229 Swayne Boulevard
Greenacres, Fl. 33463

**ARTICLE IX
BY-LAWS**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and shareholders.

**ARTICLE X
AMENDMENTS**

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any Amendment hereto and any right conferred upon the Stockholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned, being the original incorporator to the Articles of Incorporation herein, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, do make and file these Articles, hereby declaring and certifying that the facts herein stated are true, this 29th day of August 2000.

Patrick Schiavo
PATRICK SCHIAVO

STATE OF FLORIDA)

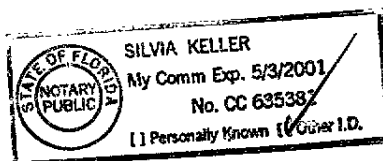
COUNTY OF PALM BEACH)

BEFORE ME, the undersigned authority, personally appeared PATRICK SCHIAVO, who after being first duly sworn, deposes and states, that he signed the foregoing Articles of Incorporation for the purposes stated therein expressed.

WITNESS my hand and official seal at the State and County aforesaid, this 29th day of August, 2000.

Silvia Keller
NOTARY PUBLIC

My commission expires:



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CERTIFICATE OF DESIGNATION
REGISTERED AGENT /REGISTERED OFFICE

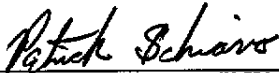
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

1. The name of the corporation is: **RAINGUARD, INC.**
2. The name and address of the registered agent and office is:

Patrick Schiavo
229 Swayne Boulevard
Greenacres, FL 33463

I HAVE BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT 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 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.



PATRICK SCHIAVO / REGISTERED AGENT