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2004 JUN 18 PM 3:26
TALLAHASSEE FLORIDA

15 6/18/04

**ARTICLES OF INCORPORATION
OF
FLEMING ROOFING CO, INC.
44654 WOODLAND CIR
CALLAHAN, FL 32011**

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DEPARTMENT OF STATE
TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I-NAME

The Name of the corporation shall be FLEMING ROOFING CO, INC. At 44654 WOODLAND CIR, CALLAHAN, FL 32011.

ARTICLE II-DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III-PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business for which corporation may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE IV-CAPITAL STOCK

This corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares".

ARTICLE V-PRE-EMPITIVE RIGHTS

Every stockholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done with issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI-REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 44654 WOODLAND CIR, CALLAHAN, FL 32011 and the name of the initial registered agent of this corporation at this address is CANDACE L. FLEMING.

Candace L. Fleming

ARTICLE VII-INITIAL BOARD OF DIRECTORS

This corporation shall have ONE Director constituting the initial Board of Directors. The number of directors may be increased from time to time by the bylaws; however, there shall never be less than One Director nor more than Five. The name/names and address/addresses of the initial Board of Directors of the corporation is:

**CANDACE L. FLEMING
44654 WOODLAND CIR
CALLAHAN, FL 32011**

ARTICLE VIII-INCORPORATOR

**CANDACE L. FLEMING
44654 WOODLAND CIR
CALLAHAN, FL 32011**

ARTICLE IX-OFFICERS

The name/names and address/addresses of the Officers of this Corporation who will hold office on the first year of existence of this corporation or until their successors are elected or appointed and have qualified are as follows:

President	CANDACE L. FLEMING 44654 WOODLAND CIR CALLAHAN, FL 32011
Vice President	RODNEY F. FLEMING 44654 WOODLAND CIR CALLAHAN, FL 32011
Treasurer	BRUCE E. FLEMING 8429 GALVESTON AVE JACKSONVILLE, FL 32211

ARTICLE X-INDEMNIFICATION

The corporation shall indemnify any Office of Director or any former office or director, to the full extent permitted by law.

ARTICLE XI-AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Article 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.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this 17 day of June 2004.

Candace L. Fleming
CANDACE L. FLEMING

2004 JUN 18 PM 3:26
STATE
TALLAHASSEE FLORIDA