

796000033399 Charter Number Only

4/16/96 CARMEN

Octavio Pardo

Requestor's Name
1410 SW. 12 AVE #302

Address
MIAMI FL 33129

City State ZIP Phone

541-2209A

VALIDATION ONLY

FILED
06 APR 17 PM 1:13
TALLAHASSEE, FLORIDA

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-04/17/96--01021--018
****122.50 ****122.50

CORPORATION(S) NAME

EFFECTIVE DATE
4-16-96

SPECIALIST ROOFING, INC



Empire Toll Free: 1-800-432-3028

- Profit
- NonProfit
- Amendment
- Merger
- Foreign
- Dissolution
- Mark
- Limited Partnership
- Annual Report
- Other
- Reinstatement
- Reservation
- Change of Registered Agent
- Certified Copy
- Photo Copies
- Certificate Under Seal
- Call When Ready
- Call If Problem
- After 4:30
- Walk In
- Will Wait
- Pick Up
- Mail Out

06 APR 17 14:10:19
DEPARTMENT OF CORPORATIONS
TALLAHASSEE, FLORIDA

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CERTIFIED COPY

F. CHESSEA APR 17 1996

ARTICLES OF INCORPORATION

Article I - Name

The name of this corporation is SPECIALIST ROOFING
INC.

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4-10-96

Article II - Duration

This corporation shall have perpetual existence commencing on the date of execution and acknowledgement of these articles.

Article III - Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

Article IV - Capital Stock

This corporation is authorized to issue 100 shares of NON par value Common Stock which shall be designated "Common Shares".

Article V - Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this new corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article VI - Corporate Existence

This corporation shall exist perpetually unless sooner dissolved according to law.

Article VII - Principal Place of Business

The principal place of business of said corporation shall be at: 722-86th Street, Miami Beach, Florida 33141 with the privilege of having branch offices at other places within or without the State of Florida.

Article VIII - Number of Directors

The number of Directors of this corporation shall be two.

Article IX - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 722-86th Street, Miami Beach, Florida 33141 and the name of the initial registered agent of this corporation at that address is ARISTIDES SOTOLONGO.

Article X - Initial Board of Directors

This corporation shall have 2 directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The names and addresses of the initial directors of this corporation are:

ARISTIDES SOTOLONGO, PRESIDENT
722-86TH STREET
MIAMI BEACH, FL 33141
PH: 866-2029

ANGELA SOTOLONGO, SECRETARY
722-86TH STREET
MIAMI BEACH, FL 33141

Article XI

This corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute or set out in the corporate By-Laws, so long as same does not conflict with the Florida Statutes.

The Directors of this corporation shall have the power to make or amend the By-Laws to fix any amount to be reserved for working capital.

The private property of the stockholders shall not be subject to the payment of the corporate debts in any extent whatever. The corporation shall have a first lien on the indebtedness of such members of the corporation.

Article XII

The officers of the corporation shall be controlled by the Board of Directors, and each resolution shall require the approval by majority vote of all directors before its adoption as a corporate act.

No person shall be required to own, hold, or control stock in this corporation as a condition precedent to holding an office in this corporation.

The original incorporators of this corporation shall have the right, upon its organization, to assign and deliver their subscription as stock as set forth in Article XI hereof, to any other person, or to firms or corporations who may hereafter become subscribers to the capital stock of the corporation, who, upon acceptance of said assignment, shall stand in lieu of the original incorporators, and assume and carry out all the rights, liabilities and duties entailed by said subscribers, subject to the laws of the State of Florida, and the execution of the necessary instruments of assignment.

Article XIII - Incorporator

The name and address of the person signing these articles is ARISTIDES SOTOLONGO, 722-86TH STREET, MIAMI BEACH, FL 33141.

IN WITNESS WHEREOF, the undersigned subscribers, ARISTIDES SOTOLONGO and ANGELA SOTOLONGO, have executed these Articles of Incorporation this 10th day of April, 1996.

Aristides Sotolongo
ARISTIDES SOTOLONGO

Angela Sotolongo
ANGELA SOTOLONGO

STATE OF FLORIDA)
)
COUNTY OF DADE)

BEFORE ME, a Notary Public authorized to take acknowledgement in the State and County set forth above, personally appeared ARISTIDES SOTOLONGO and ANGELA SOTOLONGO, known by me to be the persons who executed the foregoing Articles of Incorporation, and acknowledged before me that they executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 10th day of April, 1996.

[Signature]

NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My commission expires:



OCTAVIO L. PARDO
My Commission CC461072
Expires May, 08, 1999
Bonded by HAI
800-422-1886

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Persuant 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 designating the registered office/registered agent, in the State of Florida.

First: That SPECIALIST ROOFING INC. desiring to organize under the Laws of the State of Florida with its principal office, as indicated in the articles of incorporation has named ARISTIDES SOTOLONGO located at Miami, County Dade, State of Florida, as its agent to accept service of process within this state.

FILED
APR 10 1996
TALLAHASSEE, FLORIDA

ACKNOWLEDGEMENT:

HAVING 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.

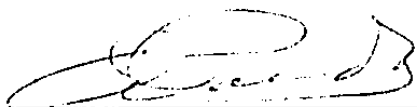

ARISTIDES SOTOLONGO

IN WITNESS WHEREOF, we have made these Articles of Incorporation and have hereunto set our hands and seals this 10th day of April, 1996.

My commissions expires:



OCTAVIO L. PARDO
My Commission CC481077
Expires May, 08, 1999
Bonded by HAI
800-422-1565


NOTARY PUBLIC
STATE OF FLORIDA