

PA 7000090017

TRANSMITTAL LETTER

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

SUBJECT: C.Q. INSULATION INC.

Enclose please find an original of the Articles of Incorporation
for the above corporation and a check in the amount of \$ 70.00

FROM:

SEAN C. FARRELL

NAME

14930 S.W. 152nd TERRACE

ADDRESS

MIAMI, FL. 33187

CITY STATE ZIP

(305) 252-3885

TELEPHONE NUMBER

100002323021--1
-10/17/97--01061--006
*****70.00 *****70.00

FILED
97 OCT 17 PM 2:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Handwritten signature and date 10/24/97

ARTICLES OF INCORPORATION
OF

C.Q. INSULATION, INC.

FILED
97 OCT 17 PM 2:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribes to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

* * * ARTICLE I * * *

NAME

The name of the corporation is C.Q. INSULATION, INC.

* * * ARTICLE II * * *

NATURE OF BUSINESS

The corporation may transact any and all lawfull business for which corporations may be incorporated under the laws of the STATE OF FLORIDA.

* * * ARTICLE III * * *

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorize to have outstanding at any one time is five hundred (500) shares of common stock having a nominal or par value of One (\$1.00) Dollar per share.

All stock shall be transferred on the books of the corporation by stockholders in person or by power-of-attorney. No stockholder shall sell or transfer all or any part of their stock without first giving to the secretary of the corporation, written notice of their intention of doing so, stating the amount of the stock that they desire to sell. The remaining stockholders and the corporation shall have an option to purchase said stock for thirty (30) days following the receipt of such notice by the secretary at book value of the same. The secretary in turn shall, first, offer the stock for sale to the remaining stockholders, and second, to the corporation itself. All stock purchased by the corporation may be re-issued. If the corporation or any of the stockholders fail to purchase the same, within thirty (30) day period, then the stockholder so desiring to dispose of their stock, may sell and transfer the same.

* * * ARTICLE IV * * *

INITIAL STOCK

The amount of capital with which this corporation will begin business is One Hundred (\$100.00) Dollars.

* * * ARTICLE V * * *

TERM OF EXISTENCE

This corporation is to exist perpetually.

* * * ARTICLE VI * * *

ADDRESS

The initial post office address of the principle office of this corporation shall be 14930 S.W. 152nd Terrace, Miami, Fl. 33187

The Board of Directors may from time to time move the principle office to any other address in Florida, with the privilege, however, of having branch offices or other places of business in any other place or places within or without the State of Florida, or in foreign countries.

* * * ARTICLE VII * * *

DIRECTORS

This corporation shall have two (2) directors, initially. The number of directors may be increased or diminished from time to time, by by-laws adopted by the stockholders.

* * * ARTICLE VIII * * *

INITIAL DIRECTORS

NAME	ADDRESS	OFFICE
Sean C. Farrell	14930 S.W. 152nd Terrace Miami, Florida, 33187	Pres/Trea Director
Holli A. Farrell	14930 S.W. 152nd Terrace Miami, Florida, 33187	Secretary Director

*** ARTICLE IX ***

SUBSCRIBERS

The name and post office address of each subscriber of the Articles of Incorporation, the number of shares of stock each agrees to take and the value of the consideration therefor are:

NAME	ADDRESS	SHARES	VALUE
Sean C. Farrell	14930 S.W. 152nd Terrace Miami, Florida, 33187	100	\$100.00

*** ARTICLE X ***

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

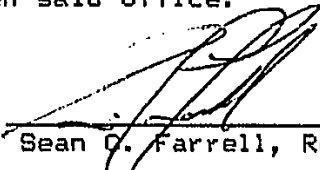
FIRST - That C.Q. INSULATION INC.

desiring to organize under the laws of the State of Florida with its principle office as indicated in the Articles of Incorporation has named Sean C. Farrell located at 14930 S.W. 152nd Terrace, Miami, Florida 33187 as its registered agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

By


Sean C. Farrell, Registered Agent

* * * ARTICLE XI * * *

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

By


Sean C. Farrell

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TALLAHASSEE, FLORIDA

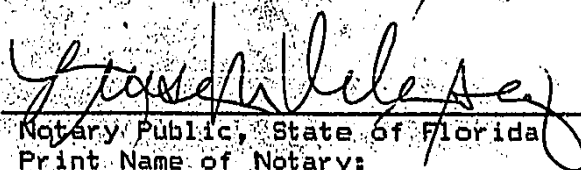
STATE OF FLORIDA)

COUNTY OF DADE)

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the state and county named above to take duly acknowledgement, personally appeared Sean C. Farrell, to be known to be the person or who produced FCS as identification as subscribers in and who executed the foregoing articles of Incorporation, and acknowledge before me that they subscribe to these Articles of Incorporation.

Subscribed and sworn to before me this 16 day of October 1997.

OFFICIAL NOTARY SEAL
LUSA M VELASQUEZ
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC587681
MY COMMISSION EXP. 6EPT 24, 2000


Notary Public, State of Florida
Print Name of Notary:

Luisa M. Velasquez

MY COMMISSION EXPIRES:
F640-783-146-0