April 6, 2000

Florida Dept. of State Division of Corporation P.O. Box 6327 Tallahassee, FL 32301

Subj: Incorporation of WATERSHED ROOFING, INC.

Dear Sir:

Enclosed please find the following:

- The original and one copy of the Articles of Incorporation for the subject corporation. Please certify one copy and return it to the undersigned.
- My check in the amount of \$78.75 to cover the filing fees.
 - Designation of Resident Agent. 3.

Kindly acknowledge filing of these Articles of Incorporation in compliance with Florida law and return the certified copy of the Articles of Incorporation to the undersigned at Atlantic Legal Services, Inc., 1592 N. HWY A1A, Satellite Beach, FL 32937. Telephone Number (407) 773-2020.

Thank you for your assistance in this matter.

Richard Maynard



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

April 13, 2000

RICHARD MAYNARD ATLANTIC LEGAL SERVICES, INC. 1592 N. HWY. A1A SATELLITE BEACH, FL 32937

SUBJECT: WATERSHED ROOFING, INC.

Ref. Number: W00000009861

We have received your document for WATERSHED ROOFING, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.)

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6878.

Alan Crum Document Specialist

Letter Number: 600A00020452

ARTICLES OF INCORPORATION

OF

WATERSHED ROOFING, INC.

ARTICLE I. NAME

The name of this corporation is WATERSHED ROOFING, INC.

ARTICLE II. DURATION

This corporation shall have perpetual existence

ARTICLE III. PURPOSE

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

ARTICLE IV. CAPITOL STOCK

This corporation is authorized to issue 100 shares of \$1.00 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 corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

SECRETAR OF STATE
TALLAHASSLE, FLORID

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of
this corporation is 6005 North Wickham Road, Melbourne, Florida
32940, and the name of the initial registered agent of this
corporation at that address is RICHARD MAYNARD.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially.

The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial director of this corporation are:

RICHARD MAYNARD 658 Jubilee Street Melbourne, Florida 32904

DAVE WILSON
188 Lee Road
Melbourne, Florida 32904

ARTICLE VIII. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the corporation is located at 6005 North Wickham Road, Melbourne, Florida 32940, and the mailing address of the corporation is 658 Jubilee Street, Melbourne, Florida 32904.

ARTICLE IX. INCORPORATOR

The name and address of the person signing these articles are:

RICHARD MAYNARD 658 Jubilee Street Melbourne, Florida 32940___

ARTICLE X. **AMENDMENTS**

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.

IN WITNESS WHEREOF the undersigned subscriber has executed these articles of incorporation on this 6th day of April, 2000.

STATE OF FLORIDA COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared RICHARD MAYNARD to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and

State named above this 6th day of April,

Notary Public

Nadean C Wildman Notary Public, State of Florid My Comm. Expires Sep 0-No. CC582502

Bonded Thru: Official Notary Service 1-(800) 723-0121

DESIGNATION AS REGISTERED AGENT

In compliance with Section 48.091, and Section 607.034, Florida Statutes, the following is submitted:

That WATERSHED ROOFING, INC., desiring to organize under the laws of the State of Florida, with its principal office at 6005 North Wickham Road, Melbourne, Brevard County, Florida 32940, has named RICHARD MAYNARD, located at 6005 North Wickham Road, Melbourne, Brevard County, Florida 32940, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated of fice open.

RICHARD MAYNARD

Registered Agent

OOMAY - 1 PM 2: 01
SECRETARY OF STATE