

P00000077850

THE LAW OFFICES OF
FREDRIC I. GOTTLIEB

BOCA COMMERCE CENTER
551 N.W. 77TH STREET
SUITE 211
BOCA RATON, FLORIDA 33487

TELEPHONE
(561) 989-9999

FAX
(561) 989-9709

300003353743--9
-08/11/00--01064--004
*****78.75 *****78.75

WEDNESDAY, AUGUST 9, 2000
SENT VIA FED EX - AIRBILL # 8169 5796 7374

SECRETARY OF STATE
DIVISION OF CORPORATIONS
409 E. Gaines Street
Tallahassee, FL 32399

FILED
00 AUG 11 AM 11:25
SECRETARY OF STATE
TALLAHASSEE FLORIDA

To Whom It May Concern:

Enclosed herewith please find Articles of Incorporation for ALL AMERICAN ROOFING NORTH, INC. along with my check in the amount of \$78.75, representing the filing fee for a certified copy of the filed Articles of Incorporation.

Very truly yours,



Fredric I. Gottlieb

encls.

T BROWN AUG 17 2000

ARTICLES OF INCORPORATION OF
ALL AMERICAN ROOFING NORTH, INC.

The undersigned incorporator hereby forms a corporation under Chapter 605 of the Laws of the State of Florida.

FILED
00 AUG 11 AM 11:25
CLERK OF THE STATE
TALLAHASSEE FLORIDA

ARTICLE I. NAME

The name of the corporation shall be: ALL AMERICAN ROOFING NORTH, INC.

The address of the principal office of this corporation shall be 551 N.W. 77TH ST., SUITE 211, BOCA RATON, FLORIDA 33487, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the Laws of United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is five hundred (500) shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 551 N.W. 77 STREET, SUITE 211, BOCA RATON, FLORIDA 33487 and the name of the initial Registered Agent of the corporation at that address shall be FREDRIC I. GOTTLIEB.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS/DIRECTORS

Officers/Directors of this corporation are: JOSEPH MANNING, CHRISTOPHER MANNING and WILLIAM MANNING.

ARTICLE VII. INSORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

FREDRIC I. GOTTLIEB, ESQUIRE, 551 N.W. 77TH STREET
SUITE 211, BOCA RATON, FLORIDA 33487

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on the 9th day of August, 2000.

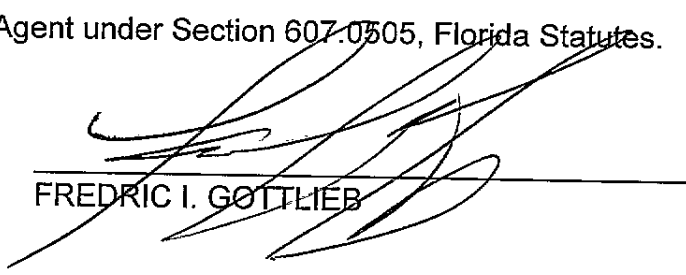


FREDRIC I. GOTTLIEB

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

FILED
00 AUG 11 AM 11:25
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FREDRIC I. GOTTLIEB, an individual residing in this state, having a business office identical with the Registered Office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing ARTICLES OF INCORPORATION OF ALL AMERICAN ROOFING NORTH, INC., is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0305, Florida Statutes.


FREDRIC I. GOTTLIEB