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TRANSMITTAL LETTER

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01 FEB 12 AM 9:29

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: FIRST CHOICE ROOFING, INC.

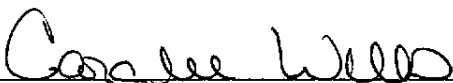
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*****78.75 *****78.75

Enclosed is an original and one copy of the Articles of Incorporation, the Designation, and Acceptance of Registered Agent for a Florida Corporation.

Also enclosed is a check made payable to DEPARTMENT OF STATE for:

- | | | |
|-------------------------------------|----------|--|
| <input type="checkbox"/> | \$70.00 | Filing Fee |
| <input checked="" type="checkbox"/> | \$78.75 | Filing Fee & Certificate |
| <input type="checkbox"/> | \$122.50 | Filing Fee & Certified Copy |
| <input type="checkbox"/> | \$131.25 | Filing Fee, Certified Copy & Certificate |

FROM:


MARTY W. WELLS
CARALEE A. WELLS
916 21st Avenue
Vero Beach, FL 32960
(561) 563- 0959

CB2-14

**ARTICLES OF INCORPORATION
OF
FIRST CHOICE ROOFING, INC.**

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ARTICLE I. CORPORATE NAME.

The name of this corporation is FIRST CHOICE ROOFING, INC.

ARTICLE II. PRINCIPAL OFFICE.

The principal place of business of this corporation is:

916 21st Avenue
Vero Beach, Florida 32960

The mailing address of this corporation is:

916 21st Avenue
Vero Beach, Florida 32960

ARTICLE III. CAPITAL STOCK.

The number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares of common stock. Such shares shall be of a single class and shall have a par value of One (\$1.00) Dollar per share.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE.

The name and address of the initial registered agent is:

CARALEE A. WELLS
916 21st Avenue
Vero Beach, Florida 32960

ARTICLE V. INCORPORATORS.

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

Marty W. Wells, 916 21st Avenue, Vero Beach, Florida 32960
Caralee A. Wells, 916 21st Avenue, Vero Beach, Florida 32960

ARTICLE VI. DIRECTORS.

This corporation shall have two (2) directors, initially. The number of directors may be increased or diminished from time to time as provided in the By-Laws.

The names and street addresses of the members of the first Board of Directors are:


Marty W. Wells, 916 21st Avenue, Vero Beach, Florida 32960
Caralee A. Wells, 916 21st Avenue, Vero Beach, Florida 32960


These directors shall hold office until the first annual meeting or until his or her successor is elected or appointed and qualified as provided in the By-Laws.

ARTICLE VII. OPTIONAL PROVISIONS.

None.

The undersigned has executed these articles of incorporation on this 2/7/01
day of February, 2001.



MARTY W. WELLS


CARALEE A. WELLS

DESIGNATION OF REGISTERED AGENT

Pursuant to the provisions of F.S. §607.0501, 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.

1. The name of the corporation is

FIRST CHOICE ROOFING, INC.

2. The name of the registered agent is

CARALEE A. WELLS

3. The address of the registered agent/registered office is

916 21st Avenue
Vero Beach, Florida 32960

ACCEPTANCE

Having been named as registered agent and designated to accept service of process for the above corporation, 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.

DATE: 2/8/01

Caralee A Wells
CARALEE A. WELLS

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