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03 JUN 23 AM 9:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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44. 10/20

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327

Tallahassee, FL 32314

SUBJECT:

BISCAYNE ROOFING AND WATERPROOFING SYSTEMS, INC.

Enclosed is an original and one (1) copy of the articles of incorporation and a
check for: \$131.25 (Filing Fee, Certified Copy & Certificate)

**FROM: Ronald A. Laing 1070 East 52nd Street, Hialeah, FL 33013
(305) 688-7663**

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03 JUN 23 AM 9:50

ARTICLES OF INCORPORATION
OF
BISCAYNE ROOFING AND WATERPROOFING SYSTEMS, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be **BISCAYNE ROOFING AND WATERPROOFING SYSTEMS, INC.**

ARTICLE II

This corporation may engage in and transact any activity or business for which a corporation may be incorporated under the Florida General Corporation Act.

ARTICLE III

The total authorized stock for this corporation shall consist of 1000 shares of common stock, par value \$1.00 per share.

The consideration for the said stock shall be payable in cash, property, real or personal, or labor or services actually performed in lieu of cash, at a just valuation to be fixed by the Board of Directors of this corporation.

Shareholders shall have no preemptive rights.

Cumulative voting shall not be permitted.

ARTICLE IV

This corporation shall commence its existence immediately upon the filing of these Articles of Incorporation by the Department of the State of Florida and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE V

The initial registered office of this corporation shall be located at 1070 East 52nd Street, Hialeah, FL 33013. The initial registered agent at that address shall be Ronald A Laing, Social Security [REDACTED] is corporation reserves the privilege of having its offices and branch offices at other places within or without the State of Florida.

ARTICLE VI

This corporation shall have at least one director, with the exact number to be specified by the shareholders from time to time unless the shareholders, by majority vote thereafter, shall determine that this corporation shall be managed by the shareholders.

ARTICLE VII

The name and address of the initial director of this corporation, who shall hold office for the first year or until his successors are duly elected and have qualified, shall be:

Ronald A. Laing
1070 East 52nd Street
Hialeah, FL 33013

ARTICLE VIII

The name and address of the Incorporator is Ronald A. Laing, Social Security of 1070 East 52nd Street, Hialeah, FL 33013.

ARTICLE IX

The initial principle office of this corporation shall be 1070 East 52nd Street, Hialeah, FL 33013.

ARTICLE X

No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniary or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniary or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the board of directors or a majority thereof, and any director of this corporation who is also a director or an officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction, with like force and effects as if he were not such a director or officer of such other corporation, or not so interested.


ARTICLE XI

The private property of the shareholders shall not be subject to payment of the corporation debts of this corporation to any extent.

ARTICLE XII

This corporation shall indemnify and insure its officers, directors, employees and agents to the fullest extent permitted by law.

IN WITNESS THEREOF, the undersigned, being the Incorporator hereinbefore named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 12th day of June 2003.


Ronald A. Laing, Incorporator

STATE OF FLORIDA

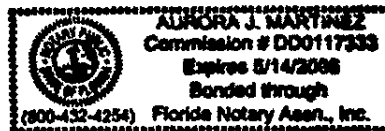
COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared Ronald A. Laing known to be the person described in and who executed the forgoing Articles of Incorporation, who, after being duly sworn under oath, acknowledged before me that he executed the same for the purpose herein expressed.

WITNESS my hand and official seal in the County and State aforesaid this 12th day of June, 2003.

Notary Public 
State of Florida

My Commission Expires:



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

In compliance with the laws of Florida, the following is submitted:

First, that BISCAYNE ROOFING AND WATERPROOFING SYSTEMS, INC.
desiring to organize under the laws of the State of Florida, has named Ronald A. Laing, of 1070
East 52nd Street, Hialeah, FL 33013, County of Dade, State of Florida, as its statutory
Registered Agent.

Having been named the statutory Registered Agent of the above corporation at the place
designated in this certificate, the undersigned hereby accepts the same and agrees to act in this
capacity, and agrees to comply with the provisions of Florida law relative to keeping the
registered office open.

By: 

Ronald A. Laing
Registered Agent

DATED: This 12th day of June, 2003.

03 JUN 23 AM 9:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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