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OFFICE OF FINANCIAL REGULATION

DON B. SAXON DIRECTOR

FINANCIAL SÉRVICES COMMISSION

JEB BUSH GOVERNOR

TOM GALLAGHER CHIEF FINANCIAL OFFICER

CHARLIE CRIST ATTORNEY GENERAL

CHARLES BRONSON COMMISSIONER OF AGRICULTURE

November 13, 2003

Ms. Glenda C. Roberts Legal Assistant Family Legal Centers of Chawk & Associates, P.A. P.O. Box 8209 Lakeland, Florida 33802-8209

١,

Dear Ms. Roberts:

Re: Doug Wilbanks Roofing, Inc.

Thank you for your recent letter/fax requesting approval for use of the above-referenced name.

. .

It is the opinion of this Office that the above-referenced corporate name is definitive enough to differentiate the business being conducted from that of a commercial bank or trust company. Therefore, the Office does not object to your use of the above-referenced name being registered to conduct business in the state of Florida.

Sincerely,

Linda B. Charity Deputy Director Financial Institutions

LBC:ker

cc: Karon Beyer, Chief, Bureau of Commercial Recordings Division of Corporations, Secretary of State's Office

NOV 1 7 2003

200 East Gaines Street, Tallahassee, Florida 32399-0371 (850) 410-9111 • Fax (850) 410-9548

FAMILY LEGAL CENTERS OF CHAWK & ASSOCIATES, P.A. Attorneys at Law

P.O. BOX 8209 LAKELAND, FL 33802-8209

(863)686 8151 Fax (863) 686 6463

- --- -

October 33, 2003

Department of State Division of Corporation Post Office Box 6327 Tallahassee, FL 32214

Re: DOUG WILBANKS ROOFING, INC.

Dear Staff:

Enclosed please find Articles of Incorporation for the subject corporation and our check in the amount of \$78.75 to cover the filing fee, Designation of Registered Agent, Certified Copy and Certificate Under Seal.

We would appreciate your filing these Articles, certifying them as the Articles of Incorporation.

Sincerely,

Sandra Kay Collins, Secretary to THOMAS JOEL CHAWK, ESQ.

enclosures



FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

November 4, 2003

THOMAS JOEL CHAWK, ESQ. P O BOX 8209 LAKELAND, FL 33802-8209 RECEIVED 03 NOV 20 AM 8: 33

SECRETARY OF STATE TALLAHASSEE, FLORIDA

SUBJECT: DOUG WILBANKS ROOFING, INC. Ref. Number: W03000032334

We have received your document for DOUG WILBANKS 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):

Written approval and clearance of the terms BANK, BANKER, BANKING, TRUST COMPANY, BANCSHARES, SAVINGS & LOAN ASSOCIATION, SAVINGS BANK, or CREDIT UNION or words of similar import, must be obtained from the Office of Financial Institutions, pursuant to section 655.922(2a), Florida Statutes.

Enclosed is a "Name Approval Request" form to be filled out and sent to the address indicated on the form. If the proposed name is approved by the Office of Financial Institutions, resubmit the document and approval letter to the Division of Corporations for filing.

An effective date <u>may</u> be added to the Articles of Incorporation <u>if a 2004 date is</u> <u>needed</u>, otherwise the date of receipt will be the file date. <u>A separate article</u> <u>must be added to the Articles of Incorporation for the effective date.</u>

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) 245-6930.

Donna Graves Document Specialist New Filings Section

Letter Number: 203A00059922

FAMILY LEGAL CENTERS OF CHAWK & ASSOCIATES, P.A. Attorneys at Law

P.O. BOX 8209 LAKELAND, FL 33802-8209 (863) 686 8151 Fax (863) 686 6463

November 17, 2003

Department of State ATTENTION: Donna Graves Division of Corporations Post Office Box 6327 Tallahassee, FL 32314

Re: DOUG WILBANKS ROOFING, INC. Ref. Number: W03000032334

Dear Donna:

Enclosed is the original and one copy of the Articles of Incorporation along with a release from the Office of Financial Regulation to use the above referenced name.

Please complete the filing of the Articles of Incorporation and let me know if you need any further documentation.

Thank you for your attention and cooperation in this matter.

Sincerely,

Thomas Joel Chawk, Esquire

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enclosures

ARTICLES OF INCORPORATION OF DOUG WILBANKS ROOFING, INC.

I, the undersigned, hereby organize for the purposes of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the said State of Florida, providing for the formation, rights, privileges, immunities and liabilities of Corporations for profit.

ARTICLE I - NAME

The name of the Corporation will be:

- ---

DOUG WILBANKS ROOFING, INC.

ARTICLE II - DURATION

This Corporation will exist perpetually, commencing on the date of execution and acknowledgment of these Articles.

ARTICLE III - PURPOSE

The Corporation may engage in any activity or business under the laws of the United States and the State of Florida's General Corporation Act.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 7,000 shares of \$1.00 par value common stock, which should be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is: 2726 Red River Trail, Polk City, Florida 33868

The name of the initial registered agent of this Corporation at that address is:

JOANNA WILBANKS

ARTICLE VI

This Corporation will have three (3) directors initially. The number of directors may be increased or diminished from time to time by a majority vote of the stockholders, but it will never be less than one.

ARTICLE VII

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

DOUG WILBANKS, 2726 Red River Trail, Polk City, Florida 33868

MICHAEL W. WILBANKS, 2726 Red River Trail, Polk City, Florida 33868

JODIE W. WILBANKS, 2726 Red River Trail, Polk City, Florida 33868

ARTICLE VIII - INCORPORATORS

The names and addresses of the initial subscribers signing these Articles are as follows:

DOUG WILBANKS, 2726 Red River Trail, Polk City, Florida 33868

ARTICLE IX - BYLAWS

The powers to adopt, alter, amend or repeal bylaws will be vested in the Board of Directors and the Shareholders.

ARTICLE X - RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this Corporation will be issued initially to the following persons in the amounts set opposite their names:

DOUG WILBANKS,	80 Shares
MICHAEL W. WILBANKS,	10 Shares
JODI W. WILBANKS,	10 Shares

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this Corporation. The price and terms at which, and the time within which, such shares may be offered and sold will be further specified by written agreement among all of the shareholders and this Corporation.

ARTICLE XI - ADOPTION OF BYLAWS

A special meeting of the subscribers or their assigns shall be held, upon the call of the president, for the purpose of completing the organization of the Corporation and the adoption of the bylaws and the transaction of such other business as may come before the meeting.

ARTICLE XII - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder is subject to this reservation.

ARTICLE XIII - TERMS OF ISSUING STOCK

Stock to be issued pursuant to these Articles of Incorporation shall be issued under the terms, provision and conditions of Section 1244 of the Internal Revenue Code.

IN WITNESS WHEREOF I have hereunto subscribed my name and affixed my seal to these Articles of Incorporation, on this **23** day of October, 2003.

STATE OF FLORIDA COUNTY OF POLK

BEFORE ME, the undersigned authority, personally appeared DOUG WILBANKS, who, being first duly sworn, deposes and says that [he/she] is the individual described in and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed same for the purpose therein expressed.

WITNESS my hand and official seal in the above named Court and State this **A3RD** day of October, 2003.

ley E. Hekbuse

My Commission Expires:

SHIRLEY E. HEUBUSCH Notary Public, State of Florida My comm. exp. Jan. 24, 2007 Comm. No. DD 173479

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted.

DOUG WILBANKS ROOFING, INC.

desiring to organize under the laws of the State of Florida with its principal office as indicated

in the articles of Incorporation at 2726 Red River Trail, Polk City, Florida 33868, Polk

County, has named

JOANNA WILBANKS

at that address, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

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

Anna Willarks