

**P03000137648**

**EFFECTIVE DATE**  
**11-13-03**

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

(Business Entity Name)

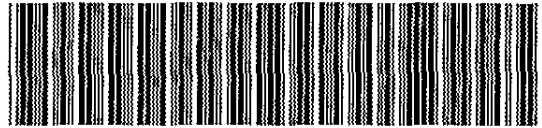
(Document Number)

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SECRETARY OF STATE  
FALLAHASSEE FLORIDA

03 NOV 17 PM 5:51

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11-17-03 05:51 PM

TRANSMITTAL LETTER

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

SUBJECT: Francis Siding Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

\$70.00  
Filing Fee

\$78.75  
Filing Fee  
& Certificate of Status

\$78.75  
Filing Fee  
& Certified Copy

\$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

FROM: Intercontinental Asset Protection Corp  
Name (Printed or typed)

1205 Maytown Road  
Address

Oak Hill, FL 32759  
City, State & Zip

386-345-1958  
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

EFFECTIVE DATE  
11-18-03

ARTICLES OF INCORPORATION

OF

FRANCIS SIDING, Inc.

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned incorporators, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: Francis Siding, Inc

ARTICLE II PRINCIPAL OFFICE

The principal place of business of this corporation shall be: 2531 Glenwood Drive, Edgewater, Florida 32141

ARTICLE III PURPOSE OR PURPOSES

The purpose or purposes for which the corporation is organized are to engage in construction and sub-contracting under licensed contractors. The repair and /or replacement of existing damaged or the enlargement of existing home structures. To do everything necessary, proper, advisable, or convenient for the accomplishment of said purpose and to do all other things incidental to them or connected with them or any other business that are not forbidden by Florida corporation law or by other law, or by these articles of incorporation, and to carry out the said purposes in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that these purposes are not forbidden by the law of the state, territory, district, or possession of the United States, or by the foreign country.

ARTICLE IV SHARES

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: 1000 shares of Capital Stock with a par value of \$1.00 per share.

Initial issue: 100 shares of the Capital Stock of the corporation shall be issued for cash at a par value of \$1.00 per share.

Stated capital: The sum of the par value of all shares of Capital Stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time.

Dividends: The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property or in shares of the capital stock of the corporation.

No classes of stock: The shares of the corporation are not to be divided into classes.

No share in series: The corporation is not authorized to issue shares in series.

#### **ARTICLE V INCORPORATORS, OFFICERS, DIRECTORS**

The initial board of directors and incorporators shall consist of three members, who need not be residents of the State of Florida or shareholders of the corporation.

The names and addresses of the persons who shall serve as directors until the first annual meeting of shareholders, or until their successors shall have been elected and qualified, are as follows:

William C. Francis 2531 Glenwood Drive, Edgewater, Florida 32141

Richard J. Francis 2726 India Palm Drive, Edgewater, Florida 32141

Robert P. Francis 2724 India Palm Drive, Edgewater, Florida 32141

The Officers and first Board of Directors: Subject to the provisions of these articles of Incorporation, the by-laws and the laws of the State of Florida, the members of the first board of directors and the first officers shall hold office until the first annual meeting of the corporation, or until the first annual meeting of the corporation, or until successors are elected and have been qualified, are as follows:

William C. Francis 2531 Glenwood Drive, Edgewater, Florida 32141. President

Richard J. Francis 2726 India Palm Drive, Edgewater, Florida 32141.  
Secretary

Robert P. Francis 2724 India Palm Drive, Edgewater, Florida 32141.  
Treasurer

#### **ARTICLE VI TERM**

The term for which this corporation shall exist shall be perpetual and the business of the corporation shall exist and be conducted, carried on and managed by the officers of this corporation and a Board of Directors composed of one or more members, which number may be altered from time to time by the By-Laws of this corporation within the limitations prescribed by law. The officers of this corporation shall be a President and

any other officer as to the Board of Directors may deem expedient. The same person may hold any two or more offices, except President and Secretary.

#### **ARTICLE VII SUBSCRIBERS**

William C. Francis 2531 Glenwood Drive, Edgewater, Florida 32141. 80 shares.  
Richard J. Francis 2726 India Palm Drive, Edgewater, Florida 32141. 10 shares  
Robert P. Francis 2724 India Palm Drive, Edgewater, Florida 32141. 10 shares

#### **ARTICLE VIII DIRECTORS**

No contract, act or transaction of this corporation, with any person or persons, firm or other corporation, in the absence of fraud or wrongdoing, shall be affected or invalidated by the fact that any director of this corporation is a party to or interested in such contract, act or transaction, or in any way connected with such person, persons, firm or corporation, and each and every person who may become a director of this corporation is hereby relieved from any liability that might otherwise exist from thus contracting with this corporation for the benefit of himself or any other firm, association or corporation in which he may in anywise be interested. Any director of this corporation may vote upon any contract or other transaction between the corporation and any subsidiary or controlled company without regard to the fact that he is also a director of such subsidiary or controlled company.

#### **ARTICLE IX ARTICLES OF INCORPORATION**

These Articles of Incorporation of this corporation may be amended, changed, altered or repealed in the manner now or hereafter prescribed by the Florida Statutes and all rights conferred upon stockholders herein are granted subject to this reservation.

#### **ARTICLE X EFFECTIVE DATE OF CORPORATION**

The effective date of these Articles of Incorporation shall be November 13, 2003.

#### **ARTICLE XI REGISTERED AGENT**

The name and Florida Street address of the registered agent is:  
William C. Francis 2531 Glenwood Drive, Edgewater, Florida 32141.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

William C Francis Date: November 13, 2003  
William C. Francis

**ARTICLE XII INCORPORATORS**

The names and street addresses of the incorporators to these Articles of Incorporation are:

William C. Francis 2531 Glenwood Drive, Edgewater, Florida 32141.

Richard J. Francis 2726 India Palm Drive, Edgewater, Florida 32141.

Robert P. Francis 2724 India Palm Drive, Edgewater, Florida 32141.

William C Francis  
William C. Francis

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA