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# MIKE GIBSON, P.A.

ATTORNEY-AT-LAW

5424 Highway 90 Pace, Florida 32571 PHONE: (850) 995-8885 FAX: (850) 995-9799 EMAIL: lawgibson@aol.com

November 20, 2003

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

Re: New Corporation: Walker Siding, Inc.

Dear Sir:

Enclosed is an original and one executed copy of the Articles of Incorporation of Walker Siding, Inc. and an original and one copy of an executed Certificate Designating the Resident Agent. I have also enclosed our firm's check in the amount of \$78.75 in payment of the following fees:

Filing Fee	\$70.00
Certified Copy	8.75
Total	\$ 78.75

Please file the original and certify and return the copy of the enclosed Articles of Incorporation.

Sincerely,

Vickie S. Ochoa

Paralegal to Michael Gibson, Esquire

/vso

Enclosure

#### ARTICLES OF INCORPORATION

<u>OF</u>

# WALKER SIDING, INC.



# ARTICLE I - NAME

The name of this corporation is Walker Siding, Inc.

# ARTICLE II - DURATION

The duration of this corporation is perpetual.

### ARTICLE III - PURPOSE

This corporation is organized for the purpose of owning, operating and maintaining a home improvement siding company, and otherwise serving the convenience of its shareholders, by providing vinyl siding services and any other lawful businesses.

#### ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of ONE DOLLAR (\$1.00) par value common stock.

## ARTICLE V - SECTION 1244 STOCK PLAN

This corporation is a small business corporation within the meaning of Section 1244 of the Internal Revenue Code. The corporation shall offer one hundred of its authorized common shares at a maximum consideration of \$1.00 per share, for a maximum amount of \$100.00. Payment of

such stock shall be in the form of cash or property; no stock shall be issued hereunder in exchange for stock, securities, or services.

#### **ARTICLE VI - PREEMPTIVE RIGHTS**

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series of that which he already holds, shall have the right to purchase his prorated share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE VII - PRINCIPAL ADDRESS AND REGISTERED OFFICE AND AGENT

The principal address of this corporation is 5118 Cora Street, Milton, Florida 32570. The name and address of the registered agent of this corporation is Michelle E. Walker, 5118 Cora Street, Milton, Florida 32570.

#### **ARTICLE VIII - INITIAL BOARD OF DIRECTORS**

The number of directors constituting the initial Board of Directors shall be two (2), and the initial Board of Directors to serve until the first Annual Meeting of the Corporation shall be as follows:

NAME

ADDRESS

Robert D. Walker PRESIDENT

5118 Cora Street Milton, Florida 32570

Michelle E. Walker VICE PRESIDENT

5118 Cora Street Milton, Florida 32570

#### ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is Robert D. Walker, whose address is stated above.

# **ARTICLE X - BY-LAWS**

The power to adopt, alter, amend and repeal the By-Laws shall be vested in the Board of Directors, but all alterations, amendments, and repeals of the By-Laws must be approved by a majority of the shareholders.

#### ARTICLE XI - AMENDMENTS

This Corporation reserves the right to amend or appeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders subject to this reservation.

IN WITNESS WHEREOF the undersigned subscriber has executed these Articles of Incorporation on this the day of November, 2003.

ROBERT D. WALKER

STATE OF FLORIDA COUNTY OF SANTA ROSA

The foregoing instrument was acknowledged before me this 1844 day of November, 2003, by Robert D. Walker, as Incorporator and an Initial Director of Walker Siding, Inc., a Florida Corporation, on behalf of said corporation. He has produced FL Dove License W426-764-58-128-0 as identification and did take an oath.

Notary Public: Vice

My Commission Expires:

Commission No.:



# CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, AND NAMING AGENT UPON WHO PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, <u>Florida Statutes</u>, the following is submitted: Walker Siding, Inc., desires to organize under the Laws of Florida with its principal office as indicated in the Articles of Incorporation at 5118 Cora Street, Milton, Santa Rosa County, Florida. The name and address of the registered agent of this corporation to accept service of process within the State is **Michelle E.**Walker, 5118 Cora Street, Milton, Florida 32570.

DATED this 184 day of November, 2003.

WALKER SIDING, INC.

1000 10. W

#### **ACCEPTANCE**

Having been named to accept Service of Process for the above stated corporation, at the place designated in the Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of the act relative to keeping open an office.

Michelle E. Walker