

Florida Department of State
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From: Account Name : YOUR CAPITAL CONNECTION, INC.
Account Number : I200000000257
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FLORIDA PROFIT CORPORATION OR P.A.

DAN'S ROOFING, INC.

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**ARTICLES OF INCORPORATION
OF
DAN'S ROOFING, INC.**

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The undersigned, acting as incorporators of a corporation under the Florida General Corporations Act, adopt the following articles of incorporation for such corporation.

ARTICLE I - NAME: The name of the corporation is DAN'S ROOFING, INC.

ARTICLE II - PURPOSE: This corporation is organized for the purpose of installation of roofing services and conducting all business or activities legally permitted under the laws of the United States and the State of Florida.

ARTICLE III - DURATION: The period of the duration of the corporation is to be perpetual.

ARTICLE IV - CAPITAL STOCK: This Corporation is authorized to issue one hundred (100) shares of common stock of no par value.

ARTICLE V - INITIAL REGISTERED OFFICE: The street address of the initial registered office of this corporation is 4110 Citrus Street, Kissimmee, Florida 34746, and the name of the initial registered agent of this corporation at said address is DANIEL LEE SHELBY.

ARTICLE VI - SHAREHOLDER MANAGEMENT: This corporation shall not have a Board of Directors, but shall be managed directly by or under the direction of the shareholders.

ARTICLE VII - OFFICERS: The business of the corporation is to be conducted by a President and Secretary, and the Stockholders and such other officers, agents, or committees as the Stockholders may create, adopt, select and appoint. No officer shall

be required to be a Stockholder except the president as a condition precedent to the right to hold office.

ARTICLE VIII - INCORPORATORS: The name and address of the Incorporators are:

DANIEL LEE SHELBY
4110 Citrus Street
Kissimmee, FL 34741

ARTICLE IX - RESTRICTIONS ON TRANSFER OF SHARES: In the event any Shareholder should receive a bona fide offer to purchase any shares, or otherwise transfer any shares, and should any Shareholder desire to sell such share or shares, or be compelled to do so, or should a transfer result or be required for any reason, then the other shareholders shall hold and enjoy the first right and privilege to purchase said shares for the price and on the terms of said bona fide offer or other price as may be fixed in the by-laws of DAN'S ROOFING, INC. The selling Shareholder or person responsible for the transfer, shall notify all other Shareholders and the Secretary of the Corporation by registered mail, in writing, of said offer and all other Shareholders shall have a period of 15 days from receipt thereof within which to notify the Secretary of the Corporation in writing of their desire to purchase said shares for said price and on said terms. Should all other Shareholders fail to do so, the selling or recipient Shareholders shall have the right to accept such other offer or shares. In the event any Shareholders do elect to purchase said share or shares, the Secretary of the Corporation shall allow electing Shareholders to purchase same and shall transfer the records and certificates of shares only to the electing Shareholders in proportion to their number of shares previously held. The transfer value of any shares which are subject of an involuntary transfer, whether from death, incapacity,

divorce, bankruptcy, or any other cause, shall be as established in the by-laws of the corporation.

ARTICLE X - UNISSUED SHARES: In the event the Corporation should, except as provided in Article IX above, transfer or sell any unissued shares, the Corporation shall give to all Shareholders the first right and privilege to purchase said shares for the price and on the terms of sale to any other party. The Secretary of the Corporation shall notify all Shareholders in writing of said offer and Shareholders shall have a period of 15 days from receipt thereof within which to notify the Secretary of the Corporation in writing of their desire to purchase said shares for said price and on said terms. Should all Shareholders fail to do so, the Corporation shall have the right to sell the shares to be issued. In the event Shareholders do elect to purchase said shares, they may purchase same in proportion to the number of shares they already hold. Such proportional sale shall be conducted by the Secretary of the corporation in the manner set forth for sale of shares or transfers by a Shareholder as set forth in Article IX preceding.

ARTICLE X - AMENDMENTS: These Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved by the Stockholders by a majority entitled to vote thereon at one (1) vote per share.

IN WITNESS WHEREOF, the undersigned incorporators have subscribed to these Articles of Incorporation this 15th day of December, 2003.


DANIEL LEE SHELBY

H03000340598 3

STATE OF FLORIDA

COUNTY OF OSCEOLA

BEFORE ME, a Notary Public authorized to take acknowledgements in the state and county set forth above, personally appeared DANIEL LEE SHELBY, known to me and known by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed those Articles of Incorporation.

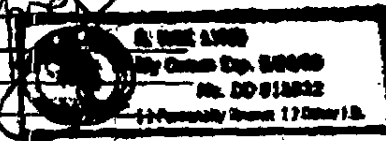
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 15th day of December, 2003.

Notary Public, State of Florida

Printed Name: _____

My commission expires: _____

My commission number: _____



H03000340598 3

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED:

DAN'S ROOFING, INC., desiring to organize or qualify under the laws of the State of Florida,
with its principal place of business at 4110 Citrus Street, Kissimmee, Osceola County, Florida
34746, has named DANIEL LEE SHELBY, at that address as its agent to accept service of process
within Florida.

Signature: Daniel L. Shelby (Officer)
Print: DANIEL LEE SHELBY
Date: December 15, 2003

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 I further agree to comply
with the provisions of all statutes relative to the proper and complete performance of my duties.

Daniel Lee Shelby
Registered Agent
Printed Name: Daniel Lee Shelby
Date: December 15, 2003

(Officer)
Print: Daniel Lee Shelby
Date: 12/15/03

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