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Division of Corporations

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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : JECK, HARRIS & JONES, LLP
Account Number : I20000000210
Phone : (561) 746-1002
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FLORIDA PROFIT CORPORATION OR P.A.

Underhill Building and Roofing, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$70.00

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TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
UNDERHILL BUILDING AND ROOFING, INC.**

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation is UNDERHILL BUILDING AND ROOFING, INC. (the "Corporation"). The initial principal office of the Corporation is located at 915 Seneca Street, Jupiter, Florida 33458.

ARTICLE II. DURATION

The term of existence of the Corporation is perpetual.

ARTICLE III. PURPOSE

The purpose for which the Corporation is organized is to transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares that the Corporation has authority to issue is One Thousand (1,000), all of which shall be common shares with par value of ONE DOLLAR (\$1.00).

ARTICLE V. REGISTERED OFFICE

The street address of the initial registered office of the Corporation is 915 Seneca Street, Jupiter, Florida 33458, and the name of the initial registered agent at that address is COLLEY L. UNDERHILL.

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ARTICLE VI. DIRECTORS

The Board of Directors of the Corporation shall consist of not less than one (1) nor more than five (5) members. The names and addresses of the first Board of Directors are:

Name	Address
COLLEY L. UNDERHILL	915 Seneca Street Jupiter, Florida 33458

ARTICLE VII. INCORPORATOR

The name and address of the incorporator is:

Name	Address
COLLEY L. UNDERHILL	915 Seneca Street Jupiter, Florida 33458

IN WITNESS WHEREOF, I have subscribed my name this 30th day of November, 2003.


COLLEY L. UNDERHILL, Incorporator

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**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 607.0501(3) Florida Statutes, the following is submitted:

UNDERHILL BUILDING AND ROOFING, INC. (the "Corporation"), desiring to organize under the laws of the State of Florida, with its initial principal office at as its initial registered agent, who is an individual who resides in the State of Florida or a corporation who is authorized to do business in the State of Florida, and whose business office is identical with the registered office.

DATE: _____

COLLEY L. UNDERHILL, Incorporator

OR

In compliance with Section 607.0501(3) Florida Statutes, the following is submitted:


UNDERHILL BUILDING AND ROOFING, INC., desiring to organize under the laws of the State of Florida, with its initial principal office at 915 Seneca Street, Jupiter, County of Palm Beach, State of Florida, has named COLLEY L. UNDERHILL, who is an individual who resides in the State of Florida, and whose initial registered office is 915 Seneca Street, Jupiter, Florida 33458, as its agent to accept service of process within Florida.

DATE: 30th day of November 2003


COLLEY L. UNDERHILL, Incorporator

Having been named as registered agent to accept service of process for the above stated Corporation, at the registered office designated in this Certificate, I hereby accept this appointment as a registered agent. I am familiar with and accept the obligations of this position and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATE: 30th day of November, 2003


COLLEY L. UNDERHILL, Registered Agent

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