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WALZER & ASSOCIATES, INC.

A Professional Accounting Firm
8301 Forest City Road
Orlando, Florida 32810
(407) 299-0086 ◆ FAX (407) 298-3849

June 17, 2004

SECRETARY OF STATE Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

RE: M & M SHEET METAL, INC.

Dear Sir:

Enclosed please find the Articles of Incorporation and Certificate designating place of business and registered agent with regard to the above-referenced company. This is a new, for-profit Corporation doing business in the State of Florida. It is my understanding that the filing fee is \$35.00, the registered agent fee is \$35.00, and the fee for obtaining a certified copy of the Articles of Incorporation is \$52.50. Therefore, I am enclosing a check in the amount of \$122.50 to cover these costs.

Thank you in advance for your assistance in this matter, and should you have any questions or if I can provide you with any additional information, please do not hesitate to contact me.

Simerely

STEVEN H. WALZER, B.A., M.B.A., E.A.

SHW/tmo Enclosures 71:51 Hd 12 Hnr 10

ARTICLES OF INCORPORATION

<u>OF</u>

M & M SHEET METAL, INC.

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ARTICLE I - NAME

The name of this Corporation is M & M SHEET METAL, INC., the address is 2274 MALLARD CREEK CIRCLE, KISSIMMEE, FLORIDA 34743.

ARTICLE II - DURATION

This Corporation shall commence its existence on the 17th day of JUNE 2004 with the filing of these Articles with the Secretary of State.

ARTICLE III - PURPOSE

This Corporation may engage in or transact any or all lawful activities or businesses permitted under the laws of the United States, the state of Florida, or any other state, country, territory, or nation.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue One Thousand (1000) shares of One Dollar (\$1.00) par value common stock which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation, 2274 MALLARD CREEK CIRCLE, KISSIMMEE, FLORIDA 34743 and the name of the initial registered agent of this Corporation at that address is MIGUEL SOLANO.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial director of this Corporation is:

MIGUEL SOLANO PRESIDENT, VICE-PRESIDENT, SECRETARY, TREASURER 2274 MALLARD CREEK CIRCLE KISSIMMEE, FLORIDA 34743

The name and address of the person signing these Articles is:

MIGUEL SOLANO PRESIDENT, VICE-PRESIDENT, SECRETARY, TREASURER 2274 MALLARD CREEK CIRCLE KISSIMMEE, FLORIDA 34743

ARTICLE VII - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this MIGUEL SOLANO <u>ACKNOWLEDGMENT</u> STATE OF FLORIDA COUNTY OF ORANGE I HEREBY CERTIFY that on this 17 day of JUNE, 2004, personally appeared before me, the undersigned officer duly authorized to administer oaths and take acknowledgments, MIGUEL SOLANO, well known and known to be the person who executed the foregoing Articles of Incorporation, M & M SHEET METAL, INC., and he Acknowledged that he signed and executed the same for the purpose therein stated. IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Orlando, in said County and State, this 177H day of JWE, 2004. OTARY PUBLIC-STATE OF FLORIDA

MY COMMISSION # CC 956715 EXPIRES: July 24, 2004 CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE with Section 48.091 of the Florida Statutes, the following is submitted:

First that M & M SHEET METAL, INC., desiring to organize or qualify under the laws of the State of Florida, its principal place of business in the City of KISSIMMEE, Florida has named.

MIGUEL SOLANO as its agent to accept service process within Florida.

MIGGEL SOLANO

ACCEPTANCE

Having been named to accept service of process for the above – named 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.

MIGUEL SOLANO

DATE:

STATE OF FLORIDA COUNTY OF ORANGE

SWORN TO AND SUBSCRIBED before me this

2004, in said County and State.

_day of JWE

NOTARY PUBLIC-STATE OF FLORIDA

