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(Business Entity Name)

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TALLAHASSEE, FLORIDA
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TRANSMITTAL LETTER

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

**SUBJECT: R & C Construction of Florida, Inc.
(PROPOSED CORPORATION NAME – MUST INCLUDE SUFFIX)**

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

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

ADDITIONAL COPY REQUIRED

FROM: Cyndi L. Greer
927 Aquarina Blvd.,
Melbourne Beach, FL 32951
321/733-0692

ARTICLES OF INCORPORATION
OF
R & C ROOFING SPECIALISTS INC.

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TALLAHASSEE, FLORIDA

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The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I
Name

The name of the corporation R & C ROOFING SPECIALISTS INC.

ARTICLE II
Duration

The period of duration of the corporation is perpetual.

ARTICLE III
Purpose

The purpose or purposes for which the corporation is organized are to engage in any activities or businesses permitted under the laws of the State of Florida

ARTICLE IV
Shares

NUMBER: The aggregate number of shares that the corporation shall have the authority to issue is 1,000,000 shares of Capital Stock with 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 capital stock of the corporation

CLASSES OF STOCK: The shares of the corporation are not to be divided into classes.

SERIES: The Corporation is not authorized to issue shares in series.

ARTICLE V
Initial Registered Office and Agent

The initial street address in Florida of the initial registered office of the corporation is 927 Aquarina Blvd., Melbourne Beach, FL 32951, and the name of the initial registered agent is Cyndi L. Greer, and the principal office shall be the same as the registered office address.

ARTICLE VI
Board of Directors

The Board of Directors shall always consist of at least one person. The name and addresses of the persons who shall serve as the Directors until the first annual meeting of the Shareholders, or until their successors shall been elected and qualified, are as follows:

Cyndi L. Greer, 927 Aquarina Blvd., Melbourne Beach, Florida 32951

ARTICLE VII
Initial Incorporator

The name and street address of the incorporator of this corporation shall be

Cyndi L. Greer, 927 Aquarina Blvd., Melbourne Beach, Florida 32951

ARTICLE VIII
Shareholder Action

Three-fourth (3/4ths) of the stockholders of the corporation shall be required for any shareholder action

ARTICLE IX
Power To Adopt, Amend, Alter, Change or Repeal Articles

The shareholders shall have the power to adopt, amend, alter, change or repeal the articles of incorporation when proposed and approved by a stockholders meeting, with not less than three-fourths (3/4ths) vote of the common stock.

ARTICLE X
Preemptive Rights to Purchase Shares

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the shareholder(s) such as the share of the stock of this corporation as may be issued for money or any property or services from time to time, in addition to that stock authorized of common stock held by the holder to all of the common stock currently authorized.

ARTICLE XI
Voting of Share Cumulatively

The shareholders of this corporation shall be allowed to vote their shares cumulatively so as to give one candidate as many votes as the number of officers to be elected multiplied by the number of his shares, to distribute them among as many candidates as he may wish. Notice must be given by any shareholder to the President or a Vice President of said corporation not less than twenty-four (24) hours prior to the time set for the holding of a shareholders meeting for the election of officers that said shareholder intends to cumulate his vote at said election.

STATE OF FLORIDA

DEPARTMENT OF STATE

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE FOR THE SERVICE OF
PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE
SERVED AND NAMES AND ADDRESSES OF THE OFFICERS.**

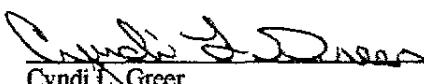
In compliance with Florida Statutes Sections 48.091 and 607.034, the following is submitted:
Inc.

R & C Roofing Specialists, a corporation organized under the laws of the State of Florida, has named
Cyndi L. Greer of 927 Aquarina Blvd., Melbourne Beach, FL 32951, as its agent to accept services of
process within the State of Florida.

ACCEPTANCE OF REGISTERED AGENT

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 its duties, and I am familiar
With and accept the duties and obligations of Section 607.0505 Florida Statutes.

Dated 10th day of December, 2004.


Cyndi L. Greer
Registered Agent

OFFICERS:	TITLE	SPECIFIC ADDRESS
Cyndi L. Greer	President & Secretary	927 Aquarina Blvd. Melbourne Bch., FL 32951

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