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#### ARTICLES OF INCORPORATION

**OF** 

U.S. ROOFING SOLUTIONS, INC.

FILED

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ARTICLE I - CORPORATE NAME

SECRETARY OF STATE TALLAHASSEE, FLORIDA

The name of this corporation is U.S. ROOFING SOLUTIONS, INC., whose principal office and mailing address is 3101 North Harbor City Blvd., Melbourne, Florida 32935.

### ARTICLE II - NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

#### ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 1,500 shares of common stock having a par value of One Dollar (\$1.00) per share.

## ARTICLE IV - TERM OF EXISTENCE

This corporation shall have perpetual existence, commencing upon filing of these articles.

## ARTICLE V - REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Registered Agent:

Tino Gonzalez

3420 North Harbor City Blvd. Melbourne, Florida 32935

## **ARTICLE VI - OFFICERS**

The officers of the Corporation are as follows:

President Vice President Secretary Treasurer Kathleen M. Wolfbauer Kenneth P. Wolfbauer Kathleen M. Wolfbauer Kenneth P. Wolfbauer

# **ARTICLE VII - BOARD OF DIRECTORS**

This corporation shall have 1 director initially. The number of directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one (1).

#### **ARTICLE VIII - INITIAL DIRECTORS**

The name and address of the initial director of this corporation are:

name and addresses:

Kathleen M. Wolfbauer 3101 North Harbor City Blvd. Melbourne, Florida 32935

The person named as the initial director shall hold office for the first year of existence of this corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

## ARTICLE IX - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the sole incorporator is:

Kathleen Wolfbauer 3101 North Harbor City Blvd. Melbourne, Florida 32935

## **ARTICLE X - AMENDMENT**

The shareholders shall have the power to adopt, amend, or repeal the Articles of Incorporation when proposed and approved at a shareholder's meeting with not less than a majority vote of the common stock.

IN WITNESS WHEREOF, the undersigned, as sole incorporator, has executed the foregoing Articles of Incorporation on the 294 day of December 2004.

Lathen Muo Haver KATHLEEN M. WOLFBAUER

STATE OF FLORIDA COUNTY OF BREVARD

BEFORE ME, the undersigned authority, personally appeared KATHLEEN M. WOLFBAUER, to me known to be the person described as the sole incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that she subscribed to these Articles of Incorporation on this

294 day of December 2004.

Hotary Public

TINO GONZALEZ
WY COMMISSION # DD 208330
EXPIRES: May 5, 2007

FL Notary Discount Assoc Co Print Name

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act:

FIRST: \_\_ That U.S. ROOFING SOLUTIONS, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, in Melbourne, Brevard County, Florida, has named TINO GONZALEZ, 3420 North Harbor City Blvd., Melbourne, Florida 32935, as its agent to accept service of process within the State.

ACKNOWLEDGMENT: Having been named to accept service of process for the above stated corporation, I hereby accept to act in this capacity and agree to comply with the provisions of said act relative to keeping open said office.

MINO GONZALE Registered Agent

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