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05 JAN 31 PM 3:30  
CLERK OF SUPERIOR COURT  
JULIENNE G. HARRIS

APPROVED  
AND  
FILED

## TRANSMITTAL LETTER

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

SUBJECT: SunDec Roofing Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

☐ \$70.00      ☐ \$78.75  
Filing Fee      Filing Fee  
                         & Certificate of Status

☐ \$78.75      ☒ \$87.50  
Filing Fee      Filing Fee,  
& Certified Copy      Certified Copy  
                         & Certificate of  
                         Status  
**ADDITIONAL COPY REQUIRED**

FROM: Peggy Johnson  
Name (Printed or typed)  
P.O. Box 9531  
Address  
Jacksonville, FL 32208  
City, State & Zip  
(904) 765-1155  
Daytime Telephone number

**NOTE: Please provide the original and one copy of the articles.**

# ARTICLES OF INCORPORATION

OF  
SUNDEC ROOFING, INC.

APPROVED  
AND  
FILED

05 JAN 31 PM 3:30

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**T**he undersigned, subscriber to these Articles of Incorporation, a natural person competent, does hereby present these Articles of Incorporation for the formation of a corporation under the laws of the State of Florida.

## ARTICLE I

The name of this corporation is:

SUNDEC ROOFING, INC.

## ARTICLE II

The general nature of the business to be transacted by this corporation is:

1. To engage in every phase and aspect of the business of rendering service to the public that a roofing company is authorized to render.

2. To invest the funds of the Corporation in real estate, mortgages, stocks, bonds or any other type of investment, and to own, dispense and sell real and personal property necessary for or in furtherance of the financial growth of the Corporation.

3. To do everything necessary and proper for the accomplishment of any of the purposes or the obtaining of any of the objects of the furtherance of any of the purposes enumerated in these Articles of Incorporation or any amendment thereof, necessary or incidental to the protection and benefit of the Corporation, and in general, either alone or in association with other corporation, firms, or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purposes or the obtainment of the objects of the furtherance of such purposes or objects of the Corporation.

The foregoing paragraphs shall be construed as enumerating both objects and purposes of the Corporation; and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of the Corporation otherwise permitted by law.

### **ARTICLE III**

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any one time is One Hundred (100) shares of Common Stock having a par value of One (\$1.00) Dollar per share.

### **ARTICLE IV**

The amount of capital with which the Corporation will begin business is One Hundred (\$100.00) Dollars.

### **ARTICLE V**

The Corporation shall exist perpetually unless dissolved according to law.

### **ARTICLE VI**

The initial post office address of the principal office of the Corporation in the State of Florida is 1115 Edgewood Avenue West, Jacksonville, Florida 32208. The Board of Directors may from time to time move the principal office to any other address in the State of Florida and may establish branch and other offices within the State of Florida.

### **ARTICLE VII**

The business of the Corporation shall be managed by its Board of Directors. This Corporation shall have one initial director. The number of directors may be increased or diminished from time to time as determined by the By-Laws, but shall never be less than one.

### **ARTICLE VIII**

The name and address of the initial director(s) who shall hold office until his successors are elected or appointed and qualified is:

NAME:  
Patricia Peterson

ADDRESS:  
6815 Corday Road  
Jacksonville, Florida  
32208

Genorvis Peterson

6815 Corday Road  
Jacksonville Florida  
32208

#### **ARTICLE IX**

The name and street address of each person signing the Articles of Incorporation as a subscriber, and the number of shares of stock each agrees to take, and the value of the consideration therefore is:

NAME AND ADDRESS	NUMBER OF SHARES	CONSIDERATION
Patricia Peterson 6815 Corday Road Jacksonville, Florida 32208	51	\$1.00 per share
Genorvis Peterson 6815 Corday Road Jacksonville, Florida 32208	49	\$1.00 per share

#### **ARTICLE X**

No stockholder of the Corporation shall enter into a voting trust agreement or any other type of agreement vesting in another person in authority to exercise the voting power of any or all of his shares.

#### **ARTICLE XI**

At all elections of directors of the Corporation, each stockholder shall be entitled to as many votes as shall equal the number of votes which (except for these provisions as to cumulative voting) he would be entitled to cast for the election of directors with respect to his shares of stock multiplied by the number of directors to be elected, and he may cast all such votes for a single director, or may distribute them among the number to be voted for, or any two or more of them, as he may see fit.

#### **ARTICLE XII**

No contract or other transaction between the Corporation and any other corporation shall be affected by the fact that any director of the Corporation is interested in, or is a director or officer of, such other corporation, and any director, individually or jointly, may be a party to, or may be interested in, any contract or transaction of the Corporation or in which the Corporation is interested; and no contract or other transaction of the Corporation with any person, firm, or corporation shall be affected by the fact that any director of the Corporation is a party in any way connected with such person, firm, or corporation, and every person who may become a director of the Corporation is hereby relieved from any liability that might otherwise exist from

contracting with the Corporation for the benefit of himself or any firm, association, corporation, or other entity in which he may be in any way interested.

### **ARTICLE XIII**

Any director of the Corporation may be removed at any annual or special meeting of the stockholders by the same vote as that required to elect a director.

### **ARTICLE XIV**

The stockholders of the Corporation shall have the power to include in the By-Laws, adopted by a two-thirds majority of the stockholders of the Corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding stock of the Corporation by any of its stockholders, or by the personal representative, next of kin or heirs in the event of the death of any of its stockholders. The manner and form, as well as the relevant terms, conditions, and details thereof, shall be determined by the stockholders of the Corporation; provided however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice thereof, unless the existence of such provisions shall be plainly written upon the certificate evidencing the ownership of such stock. No stockholder of the Corporation may sell or transfer his stock therein except to another individual who is eligible to be a stockholder of the Corporation. If any stockholder becomes legally disqualified to carry on business in the State of Florida, such stockholder's share of stock shall immediately become subject to purchase by the Corporation in accordance with the By Laws adopted by the stockholders.

### **ARTICLE XV**

In furtherance and not in limitation of the general powers conferred by the Laws of the State of Florida and of the purposes and objects hereinabove stated, the Corporation shall have all the following powers:

1. To enter into, or become a partner in, any arrangement for sharing profits, union of interest or cooperation, joint venture, or otherwise, with any person, firm, or corporation for the purpose of carrying on any business which the Corporation has the direct or incidental authority to pursue.

2. To deny to the holders of the common stock of the Corporation any preemptive right to purchase or subscribe to any new type of stock of the Corporation, and no stockholder shall have any preemptive right to subscribe to any such stock.

3. At its option, to purchase and acquire any or all of its stock owned and held by any such stockholder as should desire to sell, transfer, or otherwise dispose of his stock in accordance with the By-Laws adopted by the stockholders of the Corporation setting forth the terms and conditions of such purchase; provided, however, the capital of the Corporation is not impaired.

4. At its option, to purchase and acquire the stock owned and held by any stockholder who dies, in accordance with the By-Laws adopted by the stockholders of the

Corporation setting forth the terms and conditions of such purchase; provided, however, the capital of Corporation is not impaired.

5. To enter into, for the benefit of its employees, one or more of the following: (i) a pension plan, (ii) a profit sharing plan, (iii) a stock bonus plan, (iv) a thrift and savings plan, (v) a restricted stock option plan, or (vi) other retirement or incentive compensation plans.

#### ARTICLE XVI

These Articles of Incorporation may be amended in the manner provided by law and all rights conferred upon stockholders hereunder are granted subject to this reservation.

#### ARTICLE XVII

The name of address of the registered agent and registered office to accept service of process within the State is:

Patricia Peterson  
6815 Corday Road  
Jacksonville, Florida 32208

IN WITNESS WHEREOF, I, the undersigned, being subscriber to the foregoing Articles of Incorporation, have hereunto set my hand and seal this 1st day of January, 2005.

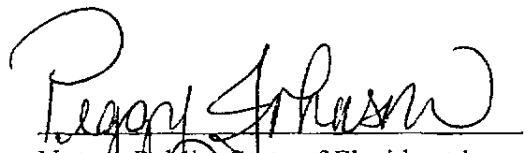
  
Patricia Peterson

STATE OF FLORIDA  
COUNTY OF DUVAL

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared Genorvis Peterson, to me known to be the person described as subscriber in and who executed the forgoing Articles of Incorporation, and he acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State above named this 1st day of January 2005.

PEGGY JOHNSON  
Notary Public, State of Florida  
My comm. exp. April 30, 2008  
Comm. No. DD 297921

  
Notary Public, State of Florida at large