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LAW OFFICES RAYMOND M. MASCIARELLA II, P.A. ATTORNEY AND COUNSELOR AT LAW

RAYMOND M. MASCIARELLA II

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SUMMIT BUILDING, SUITE 340 840 U.S. HIGHWAY ONE NORTH PALM BEACH FLORIDA 33408

> Telephone(561) 627-4448 Facsimile (561) 627-4495

February 4, 2005

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Secretary of State Department of State Corporate Division 409 E. Gaines Street Tallahassee, FL 32301

RE: Wightman Roofing, Inc.

Dear Sir:

Please find enclosed one original and one copy of our Articles of Incorporation for the above company. Please file the original in your office and return to us one Certified Copy.

We are enclosing our check in the amount of \$78.75 covering the following:

\$35.00 Filing fees \$35.00 Certificate Designating Registered Agent \$ 8.75 Certified Copy

Yours very truly,

RAYMOND M. MASCIARELLA, P.A.

Raymond M. Masciarella

RMM/krm

Enclosures

# DIVISIONET FILLES DIVISIONET CONTRACTOR 05 FEB -7 Fil 3: 40

### ARTICLES OF INCORPORATION

OF

WIGHTMAN ROOFING, INC.

#### ARTICLE I

#### NAME

The name of this corporation is Wightman Roofing, Inc.

#### ARTICLE II

#### DURATION

This corporation shall have perpetual existence, commencing on the date of this filing of these Articles with the Department of State.

#### ARTICLE III

#### PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

#### ARTICLE IV

#### CAPITAL STOCK

This corporation is authorized to issue 500 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares."

#### ARTICLE V

#### PREEMPTIVE RIGHTS

Every shareholder upon sale for cash of any new stock of this corporation, shall have the right to purchase his or her pro rata

share thereof, as nearly as may be done without issuance of fractional shares, at the price at which it is offered to others.

#### ARTICLE VI

#### INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial registered office of this corporation is 5726 Lago Del Sol Drive, Lake Worth, Florida 33467, and the name of the initial registered agent of this corporation is Charles Wightman.

#### ARTICLE VII

#### INITIAL BOARD OF DIRECTORS

This corporation shall have two directors constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the By-laws. However, there shall never be less than one director or more than five. The names and addresses of the initial Board of Directors of this corporation are:

Charles Wightman
5726 Lago Del Sol Drive
Lake Worth, Florida 33467

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#### ARTICLE VIII

#### INCORPORATOR

The name and address of the incorporator signing these articles is Charles Wightman, 5726 Lago Del Sol Drive, Lake Worth, FL 33467.

#### ARTICLE IX

#### INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

#### ARTICLE X

#### AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, by a majority vote of the shareholders.

IN WITNESS WHEREOF the undersigned Incorporator has executed these Articles of Incorporation on this \_\_\_\_\_, day of February, 2005.

CHARLES

WIGHTMAN

#### STATE OF FLORIDA COUNTY OF PALM BEACH

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BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Charles Wightman, who is personally known to me or has produced \_\_\_\_\_\_\_\_\_\_ as identification, the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and official seal in the State and County above, this  $\underbrace{\forall \uparrow}_{}$  day of February, 2005.



Notary Public

## CERTIFICATE DESIGNATING REGISTERED AGENT AND PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA AND ACCEPTANCE OF

#### AGENT UPON WHOM PROCESS MAY BE SERVED

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

FIRST, that Charles Wightman desiring to organize Wightman Roofing, Inc. and qualify under the laws of the State of Florida, with its principal place of business located at 5726 Lago Del Sol Drive, Lake Worth, Florida 33467, has named Charles Wightman as its agent to accept service of process within Florida.

February <u>(</u>, 2005. Dated: CHARLES WIGHTMAN, President

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 performance of my duties.

CHARLES

FED

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WIGHTMAN, Registered Agent