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# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P+M Rogers Inc

Signature \_\_\_\_\_

Requested by: \_\_\_\_\_

Name \_\_\_\_\_

Date \_\_\_\_\_

Time \_\_\_\_\_

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- ☒ Art of Inc. File \_\_\_\_\_
- \_\_\_\_\_ LTD Partnership File \_\_\_\_\_
- \_\_\_\_\_ Foreign Corp. File \_\_\_\_\_
- \_\_\_\_\_ L.C. File \_\_\_\_\_
- \_\_\_\_\_ Fictitious Name File \_\_\_\_\_
- \_\_\_\_\_ Trade/Service Mark \_\_\_\_\_
- \_\_\_\_\_ Merger File \_\_\_\_\_
- \_\_\_\_\_ Art. of Amend. File \_\_\_\_\_
- \_\_\_\_\_ RA Resignation \_\_\_\_\_
- \_\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_
- \_\_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_
- \_\_\_\_\_ Cert. Copy \_\_\_\_\_
- ☒ Photo Copy \_\_\_\_\_
- \_\_\_\_\_ Certificate of Good Standing \_\_\_\_\_
- \_\_\_\_\_ Certificate of Status \_\_\_\_\_
- \_\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_
- \_\_\_\_\_ Corp Record Search \_\_\_\_\_
- \_\_\_\_\_ Officer Search \_\_\_\_\_
- \_\_\_\_\_ Fictitious Search \_\_\_\_\_
- \_\_\_\_\_ Fictitious Owner Search \_\_\_\_\_
- \_\_\_\_\_ Vehicle Search \_\_\_\_\_
- \_\_\_\_\_ Driving Record \_\_\_\_\_
- \_\_\_\_\_ UCC 1 or 3 File \_\_\_\_\_
- \_\_\_\_\_ UCC 11 Search \_\_\_\_\_
- \_\_\_\_\_ UCC 11 Retrieval \_\_\_\_\_
- \_\_\_\_\_ Courier \_\_\_\_\_

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF

P & M ROGERS INC

The undersigned acting as incorporators of a corporation under the Florida General Corporation Act, adopt the following articles of incorporation for such corporation:

ARTICLE I

The name and address of the corporation is:

P & M ROGERS INC  
106 PINELLAS BAYWAY  
TIERRA VERDE FL. 33715

ARTICLE II

This corporation may, and is authorized, to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred shares of common stock having a par value of one dollar and no cents (\$1.00) per share, with this consideration to be paid for each share to be in money, property or services as may be fixed by the Board of Directors.

ARTICLE IV

The period of duration of the corporation is perpetual.

ARTICLE V

The name and address in this state of the corporation's initial agent for service of process is:

MICHELLE M LAMARRE  
4904 38th WAY SO APT 213F  
ST PETERSBURG FL 33711

#### ARTICLE VI

This corporation shall have two (2) Director initially. The number of Directors may be either increased or diminished from time to time by the Board of Directors or the Shareholders in accordance with the By-Laws of this corporation. Directors, as such, shall receive such compensation for their services, if any, as may be set by the Board of Directors at an annual or special meeting. The Directors may authorize and require the payment of meetings of the Directors. Nothing in this article shall be construed to preclude the Directors from serving the corporation in any other capacity and receiving compensation therefore.

#### ARTICLE VII

The name and address of the Directors of this corporation are:

MICHELLE M LAMARRE  
4904 38th WAY SO APT 213F  
ST PETERSBURG FL 33711

PAUL J ROGERS  
4904 38th WAY SO APT 213F  
ST PETERSBURG FL 33711

#### ARTICEL VIII

The name and address of the incorporator signing these article is:

MICHELLE M LAMARRE  
4904 38th WAY SO APT 213F  
ST PETERSBURG FL 33711

#### ARTICLE IX

Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the By-Laws of this Corporation.

#### ARTICLE X

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them at the Stockholders meeting by a majority of the stock issued and entitled to be voted, unless all the Directors and all the Shareholders sigh a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI

The power to adopt, alter, amend or repeal By-Laws of this corporation shall be vested in the Board of Directors and the Shareholders.

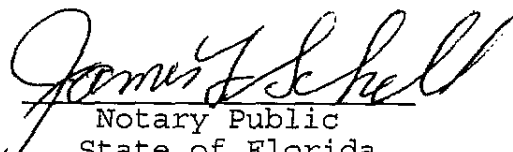
IN WITNESS WHEREOF, THE UNDERSIGNED does set her hand and acknowledge and filed the foregoing Articles of Incorporation under the laws of the state of Florida this 22ed day of FEBRUARY 2005.

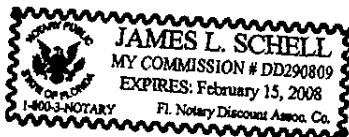
  
MICHELLE M LAMARRE

STATE OF FLORIDA  
COUNTY OF PINELLAS

Before me, the undersigned authority, personally appeared MICHELLE M. LAMARRE who is to me well known to be the person described in and who subscribed the above Articles of Incorporation, and she did freely and voluntarily acknowledge before me according to law that she made and subscribed the same for the use and purposes therein mentioned and set forth IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, in said County and State this 22ed day of FEBRUARY 2005.

My commission expires;

  
Notary Public  
State of Florida




CERTIFICATE DESIGNATING REGISTERED AGENT  
FOR THE SERVICE OF PROCESS WITHIN THE STATE

Pursuant to Chapter 48, Florida Statutes, the following is submitted in compliance with said act:

P & M ROGERS INC desiring to organize as a corporation under the laws of the State of Florida with its registered office at 106 PINELLAS BAYWAY, TIERRA VERDE FL 33715 named MICHELLE M LAMARRE, located at 4904 38th WAY SO. APT 213F ST PETERSBURG FL 33711 as its Registered Agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said act relative to keeping open said office.

  
MICHELLE M LAMARRE  
Registered Agent

DATE FEBRUARY 22, 2005

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OSMAR - 1 AM 10:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA