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05 MAY -2 AM 9:12

J. Shivers MAY 05 2005

GLICKMAN, WITTERS AND MARELL, P.A.

ATTORNEYS AT LAW

THE CENTURION

SUITE 1101

1601 FORUM PLACE

WEST PALM BEACH, FLORIDA 33401

GARRY M. GLICKMAN

CURTIS L. WITTERS

BOARD CERTIFIED IN MARITAL AND FAMILY LAW

WILLIAM J. MARELL

ELIZABETH A. MONTGOMERY

TELEPHONE
(561) 478-1111

TELECOPIER
(561) 478-2433

April 29, 2005

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

Re: Filing of Article of Incorporation for ETM Roofing, Inc.

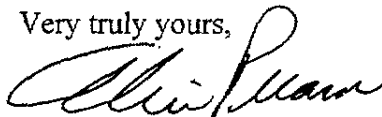
To Whom It May Concern:

Please find enclosed two (2) original duly executed Articles of Incorporation for ETM Roofing, Inc.

Please file the enclosed Articles of Incorporation with the Florida Department of State. We have enclosed this office's check in the amount of Seventy Eight Dollars and Seventy Five Cents (\$78.75) for your fee for filing these Articles. Once filed, please return me a certified copy of the filed Articles of Incorporation. We have provided you with a self addressed, stamped envelope for your use.

If you need anything further or have any questions regarding the above, please do not hesitate to contact me.

Very truly yours,



Alice Picard

Assistant to William J. Marell

enclosures

cc: ETM Roofing, Inc. 05-128

FILED
CLERK OF STATE
MAY -2 AM 9:12

ARTICLES OF INCORPORATION

OF

ETM ROOFING, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation is:

ETM Roofing, Inc.

ARTICLE II

NATURE OF BUSINESS

The general nature of business to be transacted by this corporation is: any business or business activity permitted under the laws of the State of Florida and the United States.

ARTICLE III

CAPITAL STOCK

The maximum number of shares this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares of common stock with a par value of One Dollar (\$1.00) per share.

ARTICLE IV

TERM OF EXISTENCE

The corporation shall exist perpetually.

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FILED
CLERK OF DISTRICT COURT
JUDICIAL DISTRICT NO. 1
TALLAHASSEE, FLORIDA

ARTICLE V

REGISTERED OFFICE AND AGENT

The street address of the Registered Office of this corporation in the State of Florida is:

1601 Forum Place
Suite 1101
West Palm Beach, Florida 33401

The Registered Agent of the corporation at the corporation's Registered Office is:

William J. Marell, Esquire

ARTICLE VI

PRINCIPAL CORPORATE OFFICE

The principal corporate office is:

1230 Rupp Lane
Lake Worth, Florida 33460

ARTICLE VII

DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time, by By-Laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VIII

INITIAL DIRECTORS

The name and address of the members of the first Board of Directors is:

Rolando L. Figueroa
1230 Rupp Lane
Lake Worth, Florida 33460

Guillermo Luis Figueroa
1230 Rupp Lane
Lake Worth, Florida 33460

ARTICLE IX

INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is:

Rolando L. Figueroa
1230 Rupp Lane
Lake Worth, Florida 33460

ARTICLE X

AMENDMENT

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 to the stockholders, and approved at a stockholders meeting by a majority of the stock entitled to vote thereon.

IN WITNESS WHEREOF, I have made and subscribed these Articles of Incorporation this

28th day of April, 2005.



Rolando L. Figueroa

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 28th day of April, 2005, by Rolando L. Figueroa, who is personally known to me or who has produced _____ as

~~identification, and who did (did not) take an oath.~~



Notary Public, State of Florida

My Commission Expires:



Alice Picard
MY COMMISSION # DD047505 EXPIRES
November 17, 2005
BONDED THRU TROY FAIN INSURANCE, INC.

DESIGNATION OF REGISTERED AGENT
AND
ACCEPTANCE OF DESIGNATION

In compliance with Section 607.034, Florida Statutes, the following is submitted:

That ETM Roofing, Inc., desiring to organize or qualify under the laws of the State of Florida, with its registered office located at 1601 Forum Place, Suite 1101, West Palm Beach, Florida 33401, has named William J. Marell, Esquire as its agent to accept service of process within Florida.

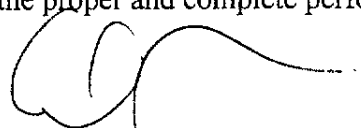


Rolando L. Figueroa

Title: Director

Date: 4.28.05

Having been named to accept service of process for the above-stated 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 my duties.



William J. Marell, Esquire

Date: 4.28.05

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS