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Division of Corporations

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From:

Account Name : DRIVER, MCAFEE & GRIGGS, P.L.
Account Number : I20020000137
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DOMESTICATION

QUALITY SHEET METAL, INC.

Certificate of Status	0
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Oct. 14. 2005 4:39PM
FROM : QUALITY SHEET METAL SVC INC

PHONE NO. : 904 354 3669

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**CERTIFICATE OF DOMESTICATION
OF CONSTRUCTION & MAINTENANCE SERVICES, INC.**

Pursuant to Section 607.1801, Florida Statutes, the undersigned, Michael G. O'Keefe, President, of Construction & Maintenance Services, Inc., a foreign corporation, does hereby certify:

The date upon which the corporation was first formed was November 30, 2004.

The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was Delaware.

The name of the corporation immediately prior to the filing of this Certificate of Domestication was Construction & Maintenance Services, Inc.

The name of the corporation, as set forth in its Articles of Incorporation, to be filed pursuant to Section 607.0202 and 607.0401, Florida Statutes, with this certification is Quality Sheet Metal, Inc.

The federal employer identification number for the corporation is 04-3801609.

The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was Delaware.

The Florida Articles of Incorporation are attached to complete the domestication requirements pursuant to Section 607.1801, Florida Statutes.

I am Michael G. O'Keefe, of Construction & Maintenance Services, Inc. and I am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this 14th day of October, 2005.

By 
Michael G. O'Keefe, President

Prepared by:
Driver, McAfee & Griggs, P.L.
One Independent Drive, Suite 1200
Jacksonville, Florida 32202
904-301-1269

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**ARTICLES OF INCORPORATION
OF
QUALITY SHEET METAL, INC.**

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The undersigned, acting as incorporator of Quality Sheet Metal, Inc. under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation is Quality Sheet Metal, Inc. (the "Corporation").

ARTICLE II - ADDRESS

The street address of the principal office and the mailing address of the Corporation are:

1212 North Burgundy Trail
Jacksonville, Florida 32259

ARTICLE III - PURPOSE

The Corporation is organized for the purpose of performing lawful business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - DURATION AND EXISTENCE; EFFECTIVE DATE

The Corporation will exist perpetually. ~~These Articles of Incorporation shall be effective as of October 14, 2005,~~ unless the filing of these Articles of Incorporation occurs more than five (5) business days thereafter, in which event such existence commences on the date of filing of these Articles of Incorporation with the Secretary of State of the State of Florida.

ARTICLE V - AUTHORIZED SHARES

The maximum number of shares the Corporation is authorized to issue is 100,000 shares of common stock having a par value of \$0.01 per share.

ARTICLE VI - REGISTERED OFFICE AND AGENT

The Corporation hereby (i) designates One Independent Drive, Suite 1200, Jacksonville, Florida 32202 as the street address of the Corporation's registered office, and (ii) names Intrepid Registered Agent Services, LLC as the Corporation's registered agent at that address to accept service of process within the State of Florida.

Prepared by:
Driver, McAfee & Griggs, P.L.
One Independent Drive, Suite 1200
Jacksonville, Florida 32202
904-301-1269

EFFECTIVE DATE
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ARTICLE VII - BOARD OF DIRECTORS

The number of directors may be increased or decreased from time to time, as provided in the Corporation's bylaws, but shall never be less than one (1).

ARTICLE VIII - INCORPORATOR

The name and street address of the incorporator are:

Name

Address

Matthew S. McAfee

One Independent Drive, Suite 1200
Jacksonville, Florida 32202

ARTICLE IX - INDEMNIFICATION

(a) The Corporation shall indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was a director or officer of the Corporation or its subsidiaries, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as a director or officer of the Corporation or its subsidiaries. To the fullest extent not prohibited by law, the Corporation shall advance indemnification expenses for actions taken in the capacity of such person as an officer or director within twenty (20) days after receipt by the Corporation of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses.

(b) The Corporation by action of its board of directors, in its sole discretion, may indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was an employee or agent of the Corporation or its subsidiaries, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as an employee or agent of the Corporation or its subsidiaries. The Corporation by action of its board of directors, in its sole discretion, may advance indemnification expenses for actions taken in the capacity of such person as an employee or agent after receipt by the Corporation of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses. Absent specific action by the board of directors, the authority granted to the board of directors in this paragraph (b) shall create no rights in the persons eligible for indemnification or advancement of expenses and shall create no obligations of the Corporation relating thereto.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation.



Matthew S. McAfee, Incorporator

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ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby agrees to act as registered agent for the Corporation named above, to accept service of process at the place designated in these Articles of Incorporation, and to comply with the provisions of the Florida Business Corporation Act, and hereby acknowledges that it is familiar with, and accepts the obligations of such position.

Dated: October 14, 2005

INTREPID REGISTERED AGENT SERVICES, LLC

By:


Matthew S. McAfee, Executive Vice President

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