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February 2, 1995

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

100001399031
-02/07/95--01041--012
****122.50 ****122.50

Re: Incorporation of Chatham Roofing Co., Inc.

Dear Sirs:

Enclosed for filing are the Articles of Incorporation and Certificate Designating Registered Agent for Chatham Roofing Co., Inc. Our check in the amount of \$122.50 is also enclosed for payment of the required filing fees.

Once the Articles have been accepted for filing, please advise as to the effective date, the document number, and return a certified copy of the Articles in the enclosed, self-addressed, stamped envelope.

Thank you for your assistance in this matter. If you should have any questions, please do not hesitate to contact our office.

Very truly yours,

Don H. Lester

Don H. Lester

DLB 2/5/95

DHL/bcm
Enclosures
State.Ltr

EFFECTIVE DATE
2-1-95

TALLAHASSEE, FLORIDA

1995 FEB -6 PM 2:00

FILED

**ARTICLES OF INCORPORATION
OF
CHATHAM ROOFING CO., INC.**

FILED
1995 FEB -6 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, adopts the following Articles of Incorporation:

**ARTICLE I
Name**

Section 1.1 Name: The name of the corporation shall be **Chatham Roofing Co., Inc.**

**ARTICLE II
Principal Office and Mailing Address**

Section 2.1 Principal Office and Mailing Address: The principal place of business and mailing address of this corporation shall be 6818 Heidi Road, Jacksonville, Florida 32277.

**ARTICLE III
Capital Stock**

Section 3.1 Capital Stock: The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 500 shares of common stock having a par value of \$1.00 per share.

Section 3.2 Restriction on Transfer of Stock: The Shareholders may, by bylaw provision, by shareholders' agreement recorded in the minute book or by endorsement on each stock certificate, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as they may see fit.

**ARTICLE IV
Initial Registered Agent and Address**

Section 4.1 Name and Address: The name and street address of the initial registered agent of this corporation is Gregory B. Chatham, 6818 Heidi Road, Jacksonville, Florida 32277.

EFFECTIVE DATE
2-1-95

ARTICLE V INCORPORATOR

Section 5.1 Name and Address: The name and address of the incorporator of this corporation is Gregory B. Chatham, 6818 Heidi Road, Jacksonville, Florida 32277.

ARTICLE VI Duration

Section 6.1 Duration: This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed, February 1, 1995, except that if they are not filed by the Department of State of the State of Florida within five days, exclusive of legal holidays, after they are executed, corporate existence shall commence upon filing by the Department of State.

ARTICLE VII Purposes

Section 7.1 Purposes: This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States and of the State of Florida.

ARTICLE VIII Directors

Section 8.1 Number: This corporation shall have two (2) directors initially. The number of directors may be increased or decreased from time to time as provided in the bylaws, but shall never be less than one (1).

Section 8.2 Initial Directors: The names and street addresses of the members of the initial directors of the corporation are:

Gregory B. Chatham	6818 Heidi Road Jacksonville, Florida 32277
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Jeanette Collins-Quann	6818 Heidi Road Jacksonville, Florida 32277
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Section 8.3 Compensation: The Board of Directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any directors of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

Section 8.4 Indemnification: The Board of Directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

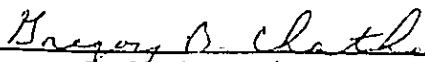
ARTICLE IX
Bylaws

Section 9.1 Bylaws: The initial bylaws of this corporation shall be adopted by the Directors. Bylaws shall be adopted, altered, or amended or repealed from time to time by either the shareholders or the Board of Directors, but the Board of Directors shall not alter, amend, or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

ARTICLE X
Amendment

Section 10.1 Amendment: This corporation reserves the right to amend or repeal any provision contained in the Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation as of February 1, 1995.



Gregory B. Chatham, Director/President

**CERTIFICATE DESIGNATING REGISTERED OFFICE AND
REGISTERED AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Sections 48.091, 607.0501 and 607.0505, Florida Statutes,
the following is submitted:

Chatham Roofing Co., Inc., desiring to organize under the laws of the State of
Florida, hereby designates Gregory B. Chatham, as its Registered Agent to accept
service of process within the State of Florida, and the address of its registered office
shall be 6818 Heidi Road, Jacksonville, Florida 32277.

Dated as of February 1, 1995.

Gregory B. Chatham
Gregory B. Chatham

Having been named as registered Agent to accept service of process for the
above stated corporation, at the place designated in this certificate, I hereby accept the
appointment as Registered Agent and agree to act in this capacity. I further agree to
comply with the provisions of all statutes relating to the proper and complete
performance of my duties, and I am familiar with and accept the obligations of my
position as Registered Agent.

Dated as of February 1, 1995

Gregory B. Chatham
Gregory B. Chatham

FILED
1995 FEB -5 PM 2:00
TALLAHASSEE, FLORIDA