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LAVARUS CORPORATE INDUSTRIES, INC.	
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MIAMI, FLORIDA 33174 (305)552-5973	-S CORPE
LOCAL REPRESENTATIVE TALLAHASSEE	PH 2: 09
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SECRETARY OF STATE DIVISION OF CORPORATIONS

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## ARTICLES OF INCORPORATION

OF

## ROOFING EMPORIUM, INC.

The undersigned, in order to form a corporation for the purposes hereinafter stated, by and under the provisions of the Statutes of the State of Florida, do hereby subscribe to theses Articles of Incorporation.

#### ARTICLE I - NAME

The name of this corporation is:

## ROOFING EMPORIUM, INC.

#### ARTICLE II - ADDRESS

The address of the principal office is 14451 S.W. 112 Terrace, Miami, FL 33186 and the mailing address is the same.

#### ARTICLE III - DURATION

This corporation shall have perpetual existence. The corporate existence commences on the date of the filing of the articles of incorporation.

#### ARTICLE IV - PURPOSE

- a. To purchase, sell, lease, operate, own, hold, transfer, convey, mortgage, or otherwise encumber, trade, exchange, and generally deal in real estate and personal property of every kind, nature and description wheresoever located, both tangible and intangible and including choses in action, either as owner, broker, agent or factor.
- b. In the purchase or acquisition of property, business rights or franchise, or for additional working capital, or for any other objective in or about its business affairs, and without limit as to amount; to incur debts and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, evidences of indebtedness, whether secured by mortgage, pledge, deed of trust or

otherwise. The corporation may issue its stock for any lawful purposes, including the acquisition of any other entity.

c. To engage in any or all lawful activity and to institute, participate in and promote commercial, mercantile, financial and industrial enterprises and operations, and for the purpose of transacting any or all lawful business.

#### ARTICLE V - POWER

This corporation shall have the corporate powers enumerated in the Florida General Corporation Act.

## ARTICLE VI - CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of \$1.00 common stock, which shall be designed "Common Shares".

# ARTICLE VII - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance actional shares) at the price at which it is offered to others.

# ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT

The street and address of the initial registered office of this corporation is 14451 S.W. 112 Terrace, Miami, FL 33186 and the name of the initial registered agent of this corporation at that address is Fabian Kopetman.

# ARTICLE IX - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the by-laws. The names and

addresses of the initial directors of this corporation until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

NAME

Fabian Kopetman

**ADDRESS** 

14451 S.W. 112 Terrace

Miami, FL 33186

# ARTICLE X - INCORPORATORS

The name and address of the person signing these articles is:

NAME

Fabian Kopetman

**ADDRESS** 

14451 S.W. 112 Terrace

Miami, FL 33186

## ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation this 28tht day of March 1995.

FABIAN KOPETMAN

STATE OF FLORIDA )

COUNTY OF DADE )

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared FABIAN KOPETMAN known to me and know by me to be the persons who executed the foregoing Articles of Incorporation, and that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 28th day of March 1995.

Marcia Cisueras

NOTARY PUBLIC

State of Florida at Large

My commission expires:

\* The \*

MARCIA CISNEROS My Commission CC429661 Expens Dec 27 1998 Bonded by HAI 800-422 1555

Having been named to accept service of process for ROOFING EMPORIUM, INC., at the place designated in the foregoing articles of incorporation, 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.

DATE: March 28th, 1995

SIGNATURE:

Resident Ágent FABIAN KOPETMAN