

**Finkelstein & Associates**  
**Attorneys At Law**  
**Certified Public Accountants**

January 18, 1996

Via U.S. Mail

Corporate Records Bureau  
Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, Florida 32301

900001686789  
-01/24/96--01053--006  
\*\*\*\*122.50 \*\*\*\*122.50

Re: PROFESSIONAL HOME IMPROVEMENTS AND REPAIRS, INC.

Dear Sir or Madam:

Enclosed please find one original and one copy of the Articles of Incorporation for the above-referenced corporation. Please approve and file the original for us. Return a certified copy to this office for our records.

Additionally, please find a check in the amount of \$122.50 for the following charges:

Filing Fee	\$70.00
Certified Copy	<u>\$52.50</u>
Total	\$122.50

If you need any additional information, please do not hesitate to contact me.

Sincerely,

*Richard P. O'Connor*  
Richard P. O'Connor  
For the Firm

RO/jvs  
Enclosure

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

96 JAN 24 AM 10:50

1111 Third Avenue West, Suite 170, Bradenton, Florida 34205-7834  
813-746-7800 Fax: 813-746-9323  
677 N. Washington Blvd., Sarasota, Florida  
813-951-0555 Fax: 813-364-9323  
550 North Reo Street, Suite 300, Tampa, Florida  
813-248-9500

Please send any reply to: Bradenton Office

ARTICLES OF INCORPORATION  
OF  
PROFESSIONAL HOME IMPROVEMENTS AND REPAIRS, INC.

The undersigned, acting as incorporator of PROFESSIONAL HOME IMPROVEMENTS AND REPAIRS, INC. under the Florida General Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is:

PROFESSIONAL HOME IMPROVEMENTS AND REPAIRS, INC.

ARTICLE II. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on January 19, 1996.

ARTICLE III. PURPOSE

This corporation may engage in any activity or business permitted under the laws of the United States and Florida to the extent permissible under the laws and rules of the State of Florida.

ARTICLE IV. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 1,000 shares of common stock having no par value. The consideration to be paid

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

for each share shall be as fixed by the shareholders, and may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation with a value, in the judgment of the shareholders, equivalent to or greater than the full par value of the shares.

**ARTICLE V. INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT**

The street address of the initial principal office of the corporation is 3409 - 47th Avenue East, Bradenton, FL 34203. The corporation's registered agent is Gregg A. Banfill, located at 3409 - 47th Avenue East, Bradenton, FL 34203.

**ARTICLE VI. MANAGEMENT BY SHAREHOLDERS**

All powers of the corporation shall be exercised by or under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the shareholders, rather than a board of directors. The shareholders shall be deemed directors when required by the context of any law or bylaw. The name and street address of the original shareholders are:

<u>Name</u>	<u>Address</u>
Gregg A. Banfill	3409 - 47th Avenue East Bradenton, FL 34203
Stephanie L. Konicov-Banfill	3409 - 47th Avenue East Bradenton, FL 34203
David Robin Spicer	207 - 22nd Street East Bradenton, FL

#### ARTICLE VII. INCORPORATION

The name and street address of the incorporator is:

Name

Address

Gregg A. Banfill

3409 - 47th Avenue East  
Bradenton, FL 34203

The incorporator of the corporation assigns to this corporation his rights under Section 607.161, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the shareholders any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

#### ARTICLE VIII. BYLAWS

The shareholders, by vote of a majority of the outstanding shares entitled to vote, may establish, alter, amend, or repeal corporation bylaws.

#### ARTICLE IX. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has  
executed these Articles of Incorporation this 10<sup>th</sup> day of  
January, 1996

Gregg A. Banfill  
Gregg A. Banfill  
Incorporator

STATE OF FLORIDA  
COUNTY OF MANATEE

On this 10 day of January, 1996, before me, a Notary  
Public, the undersigned officer, personally appeared Gregg A.  
Banfill, personally known ✓, OR produced Identification         
Type of Identification produced       , and  
acknowledged the foregoing instrument.

IN WITNESS WHEREOF, I hereunto set my hand and seal.

Richard P. O'Connor  
NOTARY PUBLIC - Signature

RICHARD P. O'CONNOR  
NOTARY PUBLIC - Print

My commission expires:



RICHARD P. O'CONNOR  
My Commission CC518388  
Expires Dec 04 1999

**PROFESSIONAL HOME IMPROVEMENTS AND REPAIRS, INC.**

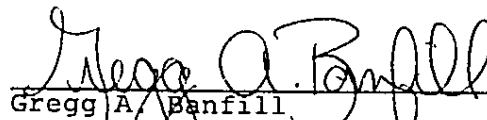
**DESIGNATION OF REGISTERED AGENT**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That PROFESSIONAL HOME IMPROVEMENTS AND REPAIRS, INC., desiring to organize under the laws of the State of Florida with its initial principal office, as indicated at 3409 - 47th Avenue East, Bradenton, FL 34203, has named Gregg A. Banfill, located at 3409 - 47th Avenue East, Bradenton, FL 34203, in the County of Manatee, State of Florida, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, this corporation agrees to act in that capacity and to comply with the provisions of the Florida General Corporation Act relative to keeping open the registered office.

  
\_\_\_\_\_  
Gregg A. Banfill  
Registered Agent