

8

10:05 AM

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA
FAX: (904) 222-4000

FROM: EMPLOYMENT CORPORATION
1002 W. BROADWAY
MIAMI, FL 33135-1111

CONTACT: RAY STORMONT
PHONE: (305) 541-3694
FAX: (305) 541-3770

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: HIGH POINT ROOFING CORP.

FAX AUDIT NUMBER: H96000002471

CURRENT STATUS: REQUESTED

DATE REQUESTED: 02/21/1998

TIME REQUESTED: 10:05:49

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 5

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$122.50

ACCOUNT NUMBER: 072450003255

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H96000002471))

** ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR>:
Help F1 Option Menu F2

NUM

Connect: 00:22:4

FILED
95 FEB 21 PM 1:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1/2/98
95 FEB 21 PM 12:08

5

ARTICLES OF INCORPORATION OF HIGH POINT ROOFING CORP.

The undersigned, acting as incorporators of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

ARTICLE I - NAME OF CORPORATION

The name of the corporation shall be HIGH POINT ROOFING CORP.

ARTICLE II - DURATION

This corporation is to have perpetual existence.

ARTICLE III - NATURE OF BUSINESS

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue one hundred (100) shares all at One (\$1.00) Dollar per value. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE V - CORPORATE ADDRESS

The initial street address in the state of Florida of the principal office of this corporation is 6410 Northwest 2nd Street, Miami, Florida 33126.

ARTICLE VI - INITIAL REGISTERED AGENT

The initial Registered Agent of this corporation is BENITO SIBILA.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) Directors initially. The number of Directors may be either increased or decreased from time to time by an amendment of the By-laws of the corporation in the manner provided by law, but shall never be less than one (1).

NAMES

BENITO SIBILA

BEN SIBILA, JR.

ADDRESSES

6410 NW 2nd Street
Miami, Florida 33126

6410 NW 2nd Street
Miami, Florida 33126

H 960000 02471

H 960000 02471

REGLA M. SIBILA, Esq.
FBN: 656630
Phone: 305-265-0008
Fax: 305-265-0588

REGLA M. SIBILA
Attorney at Law
6200 N.W. 5th Street
Miami, FL 33126

H 960000 02471

ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporators signing these Articles are:

NAME	ADDRESS
BENITO SIBILA	6410 NW 2nd Street Miami, Florida 33126
BEN SIBILA, JR.	6410 NW 2nd Street Miami, Florida 33126

ARTICLE IX - AMENDMENT OF BY-LAWS

The power to adopt, alter, amend or repeal the By-Laws of this corporation shall be vested in the Board of Directors and shall be by majority vote.

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

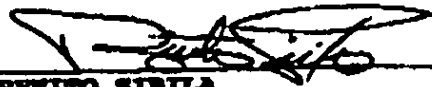

ARTICLE XI - INFORMAL ACTION OF DIRECTORS

If all the directors severally or collectively consent in writing to any action taken or to be taken by the corporation and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE XII - AMENDMENT OF ARTICLES

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 incorporators have executed these Articles of Incorporation, for the purpose of forming a corporation for profit under the laws of the State of Florida.


BENITO SIBILA

BEN SIBILA, JR.

H 960000 02471

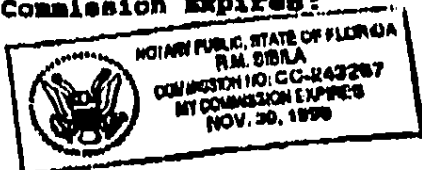
H 960000 02471

STATE OF FLORIDA)
COUNTY OF DADE)

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized to take acknowledgements, personally appeared BENITO SIBILA and BEN SIBILA, JR. to me well known to be the persons described in and who executed the foregoing Articles of Incorporation, as incorporators and acknowledged before me that they subscribed to said Articles of Incorporation.

WITNESS my hand and seal this 20th day of February, 1996.

My Commission Expires:



[Signature]
NOTARY PUBLIC
State of Florida at Large

REGISTERED AGENT CERTIFICATE

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST - That HIGH POINT BOOKING CORP. desiring to organize under the laws of the State of Florida, with its principal offices as indicated in the Articles of Incorporation, in the City of Miami, County of Dade, State of Florida, has named BENITO SIBILA whose office is located at 6410 NW 2nd Street, in Miami, Florida, as its registered agent to accept service of process.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I heraby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping said office open.

[Signature]
BENITO SIBILA

STATE OF FLORIDA)
COUNTY OF DADE)

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized to take acknowledgements, personally

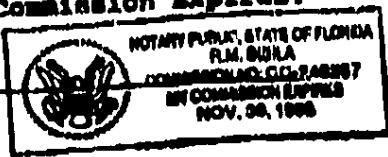
H 960000 02473

H 960000 02471

appeared EMILIO MIRILA known to be the person described in
and who executed the Registered Agent Certificate.

WITNESS my hand and seal on this 20th day of
February, 1996.

My Commission Expires:



[Signature]
NOTARY PUBLIC
State of Florida at Large

FILED
96 FEB 21 PM 1:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H 960000 02471