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February 23, 1996

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

500001724045
-02/26/96--01061--014
*****78.75 *****78.75

Re: ROGER'S ROOFING, INC.

Dear Sir:

Enclosed are proposed articles of incorporation of the above-named corporation, with registered agent form attached, for filing.

Also enclosed is a check in the amount of \$78.75 for the following expenses:

Filing fee, articles	\$35.00
Filing fee, registered agent	35.00
Certificate of status	8.75
	<u>\$78.75</u>

Thank you for your assistance in this matter.

Sincerely yours,


Patrick A. Raley

PAR:sb

Enclosures

FILED
96 FEB 26 PM 2:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AL FEB. 27, 1996

FILED

96 FEB 26 PM 2:33

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

ARTICLE I

The name of this corporation shall be:

ROGER'S ROOFING, INC.

ARTICLE II

The principal office of this corporation shall be 10708 Clapp-Simms-Duda Road, Orlando, Florida 32832, but this corporation may establish such other offices and branch offices within or without the State of Florida as may be necessary or as may be determined by the board of directors.

ARTICLE III

The amount of capital stock authorized by this corporation shall be 7,500 shares with a par value of \$1.00 per share.

ARTICLE IV

The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE V

This corporation shall be managed by a board of directors no less than 1 nor more than 9 who need not be stockholders of the corporation. The names and street addresses of the members of the first board of directors who shall hold office for the first year of existence of the corporation or until their successors are elected or appointed and have qualified are:

Peter M. Stafki
10708 Clapp-Simms-Duda Road
Orlando, Florida 32832

Stephen R. Enfinger
10708 Clapp-Simms-Duda Road
Orlando, Florida 32832

ARTICLE VI

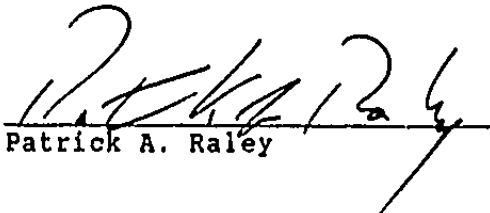
The name and street address of the incorporator is:

Patrick A. Raley
180 S. Knowles Avenue, Suite 7
Winter Park, Florida 32789

ARTICLE VII

Patrick A. Raley, located at Suite 7, 180 South Knowles Avenue, Winter Park, Florida 32789, has been named as the corporation's agent to accept service of process within this State. Said agent has accepted the request to act in this capacity.

IN WITNESS WHEREOF, the incorporator has hereunto set his hand and seal on February 23, 1996.


Patrick A. Raley

STATE OF FLORIDA:
COUNTY OF ORANGE:

ON THIS DAY personally appeared before me, the undersigned officer, PATRICK A. RALEY, personally known to me to be the individual described in and who executed the foregoing, who did not take an oath but acknowledged executing the same for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal on February 23, 1996.





"OFFICIAL SEAL"
Sandra K. Brosius
My Commission Expires 8/16/96
Commission #CC 221670

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

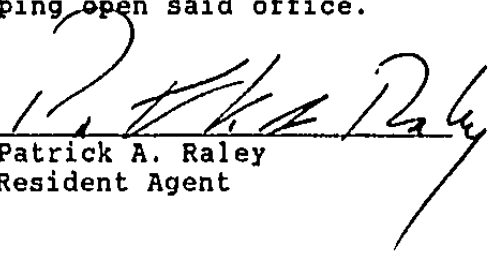
Pursuant to Chapter 48.091, Florida Statutes, the corporation submits:

That ROGER'S ROOFING, INC., a corporation organized under the laws of the State of Florida, has named PATRICK A. RALEY, located at Suite 7, 180 South Knowles Avenue, Winter Park, County of Orange, State of Florida, as its agent to accept service of process within this state.

By: 
Patrick A. Raley, Incorporator

ACKNOWLEDGMENT BY DESIGNATED AGENT

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

By: 
Patrick A. Raley
Resident Agent

FILED
96 FEB 26 PM 2:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA