

P.96000022334

William R. Mayo  
Requestor's Name

2718 E. 8th Plaza  
Address

Panama City, FL 32401 (904) 63-5237  
City/State/Zip Phone #

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. \_\_\_\_\_ (Corporation Name) (Document #)
2. \_\_\_\_\_ (Corporation Name) (Document #)
3. \_\_\_\_\_ (Corporation Name) (Document #)
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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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FILED  
96 MAR 12 PM 1:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RDW  
3/12/96

ARTICLES OF INCORPORATION  
OF  
MAYO ROOF SYSTEMS, INC.

FILED  
96 MAR 12 PM 1:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned incorporator, hereby make, acknowledge and file these Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I

NAME:

The name of this Corporation shall be: MAYO ROOF SYSTEMS, INC.

ARTICLE II

NATURE OF BUSINESS The general purpose for which this Corporation is organized is to transact any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III

AUTHORIZED SHARES

The Corporation shall be authorized to create and issue TEN THOUSAND (10,000.) shares of Common Stock having a par value of \$1.00 per share. The whole or any part of the authorized shares of the Corporation may be issued for a consideration payable in cash or other property, tangible or intangible, or in labor or services actually performed for the Corporation, having a value as is determined from time to time by the Board of Directors of the Corporation, not less than the par value of the stock so to be issued.

#### ARTICLE IV

##### TERM OF EXISTENCE

The Corporation shall exist perpetually unless dissolved according to law.

#### ARTICLE V

##### INITIAL PRINCIPAL OFFICE, MAILING ADDRESS AND INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial, principal, and registered agent and office of this Corporation in the State of Florida shall be: 2718 E. 8TH PLAZA

PANAMA CITY BEACH, FL. 32401

The name of the initial registered agent of this Corporation at that address shall be: WILLIAM RAY MAYO.

#### ARTICLE VI

##### BOARD OF DIRECTORS

The 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 a Board of Directors, which shall have two (2) directors initially. The number of directors may be increased or decreased by the shareholders from time to time.

## ARTICLE VII

### DIRECTORS - NAMES AND STREET ADDRESSES

The names and street addresses of the members of the first Board of Directors who shall hold office until their successors have been duly elected or appointed and have qualified are as follows"

WILLIAM RAY MAYO, PRESIDENT  
2718 E. 8TH PLAZA  
PANAMA CITY, FL. 32401

SHELIA JOAN MAYO, VICE PRESIDENT  
2718 E. 8TH PLAZA  
PANAMA CITY, FL. 32401

## ARTICLE VIII

### INCORPORATOR

The name and street address of the incorporator signing these Articles of Incorporation as

follows:

Name:  
WILLIAM RAY MAYO

Street Address:  
2718 E. 8TH PLAZA  
PANAMA CITY, FL. 32401

## ARTICLE IX

### SPECIAL PROVISIONS

The following additional provisions for the regulation of the business and for the conduct of the affairs of the Corporation and for creating, defining, limiting and regulating the powers of the Corporation, its shareholders and directors, are hereby adopted as a part of these Articles of Incorporation.

1. No person shall be required to own, hold or control stock in the Corporation as a condition precedent to holding an office in the Corporation.

2. The Board of Directors may prescribe a method or methods for replacement of lost certificates, and prescribe reasonable conditions by way of security upon the issue of new certificates therefore.

3. The Board of Directors, by the affirmative vote of a majority of the directors then in office, and irrespective of any personal interest of any of its members, shall have authority to establish reasonable compensation of all directors for services to the Corporation as directors, officers or otherwise.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Panama City, Florida, for the uses and purposes aforesaid, this 11 day of March, 1998.

William R. Mayo

WILLIAM RAY MAYO, Incorporator

STATE OF FLORIDA

COUNTY OF BAY

Before me personally appeared, WILLIAM RAY MAYO, to me well known to be the person described in and who executed the foregoing Articles of Incorporation, and who freely and voluntarily acknowledged before me according to law that he made and executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Panama City, Florida this 11 day of March, 1996.

Alice Barron

NOTARY PUBLIC, State of Florida

ALICE BARRON  
Notary Public, State of Florida  
My comm. expires Oct. 17, 1998  
Comm. No. CC 415289  
Bonded thru Western Surety Co.

at Large

My Commission Expires:

Notary Public, State of Florida  
My comm. expires Oct. 17, 1998  
Comm. No. CC 415289  
Bonded thru Western Surety Co.

DESIGNATION AND ACCEPTANCE  
OF

REGISTERED AGENT  
OF

MAYO ROOF SYSTEMS, INC.

Pursuant to Section 48.091 and Chapter 607, Florida Statutes, MAGNOLIA ENTERPRISES, INC., having filed its Articles of Incorporation contemporaneously herewith, with its registered office as indicated therein at 2718 E. 8TH PLAZA, PANAMA CITY, FL. 32401, has named WILLIAM RAY MAYO, located thereat as its registered agent to accept service of process within this state.

By:

William R. Mayo

WILLIAM RAY MAYO, Incorporator

Having been named as registered agent to accept service of process for the above-stated Corporation, at the location designated herein, I accept to act in this capacity, and agree to comply with the laws of Florida applicable thereto.

By: William R. Mayo  
WILLIAM RAY MAYO Resident Agent

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96 MAR 12 PM 1:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA