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DEPARTMENT OF STATE 1492 W FLAGLER ST
STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33135- 29
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(((H96000004434))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: ADVANCED ROOFING SYSTEMS, INC.
FAX AUDIT NUMBER: H96000004434 CURRENT STATUS: REQUESTED
DATE REQUESTED: 03/27/1996 TIME REQUESTED: 15:10:28
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 4 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 072460003255

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**ARTICLES OF INCORPORATION
OF
ADVANCED ROOFING SYSTEMS, INC.**

ARTICLE I - NAME

The name of this corporation is ADVANCED ROOFING SYSTEMS, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation may engage in any services permitted under the laws of the State of Florida and of the United States of America.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 Dollar par value common stock which shall be designated as "Common Shares."

ARTICLE V - PRE-EMPTIVE RIGHTS

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

**ARTICLE VI - INITIAL REGISTERED
OFFICE AND AGENT**

The principal place of business of this corporation is 311 West 40th Place, Hialeah, Florida 33012 and the name of the initial registered agent and his address is: Otto J. Letzelter, 311 West 40th Place, Hialeah, Florida 33012.

Prepared by:
Michael F. Kashtan, Esq.
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ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto.

IN WITNESS WHEREOF, the undersigned Incorporator(s) have executed these Articles of Incorporation on the 25th day of March, 1996.

[Signature]

STATE OF FLORIDA
COUNTY OF DADE ss.

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared OTTO J. LETSELER, known to me and known by me to be the person(s) who executed the foregoing Articles of Incorporation, and he acknowledges before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 25th day of March, 1996.

My Commission Expires:

[Signature]
NOTARY PUBLIC, STATE OF FLORIDA



YUANET PEREZ
My Comm Exp. 1/31/00
Bonded By Service Inc
No. CC529242
J. Randy Kross (1) Oct 19.

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CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OR AGENT
UPON WHOM PROCESS MAY BE SERVED

FILED
MAR 27 1996
TALLAHASSEE, FLORIDA

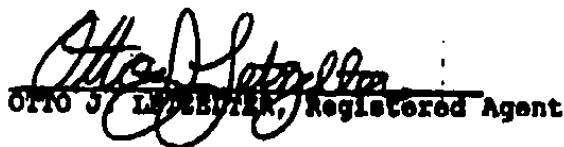
In compliance with Sections 48.091 and 607.034, Florida
Statutes, the following is submitted:

First, that ADVANCED ROOFING SYSTEMS, INC. desiring to
organize or qualify under the laws of the State of Florida, with
its principal place of business at 311 West 40th Place, Mialeah,
Florida 32012, has named Otto J. Letselter as its agent to accept
service of process within Florida.

DATED: March 25, 1996



Having been named to accept service of process for the above
named corporation, at the place designated in this certificate, I
hereby agree to act in this capacity, and I further agree to comply
with the provisions of all statutes relative to the proper
performance of my duties.


OTTO J. LETSelter, Registered Agent

Dated: MARCH 25, 1996

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