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LAW OFFICE

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KEVIN H. HENDRICKSON, ESQUIRE

Licensed in Florida, Georgia and Colorado

Board Certified as an Elder Law Attorney  
by the National Elder Law Foundation

April 24, 1996

Secretary of State  
Division of Corporations  
409 East Gaines Street  
P.O. Box 6327  
Tallahassee, FL 32314

100001799681  
-04/29/96--01113--013  
\*\*\*\*122.50 \*\*\*\*122.50

RE: Articles of Corporation  
A-1 Quality Roofing, Inc.

Dear Sirs:

Enclosed please find the original and one (1) copy of the Articles of Incorporation for the above-captioned corporation along with filing fees of \$122.50. Also enclosed is a self-addressed, stamped envelope for return of the certified copy of the Articles of Corporation.

Thank you for your assistance in this matter.

Sincerely yours,



Kevin H. Hendrickson

cm

Enclosure

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 APR 29 PM 2:06

g. 5/6/96

**ARTICLES OF INCORPORATION  
OF  
A-1 QUALITY ROOFING, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida. The effective date of Incorporation will be the date of filing of these Articles.

**ARTICLE I - NAME**

The name of the corporation is: **A-1 QUALITY ROOFING, INC.**

**ARTICLE II - NATURE OF BUSINESS**

To do all and every necessary and proper act for the purpose of transacting any and all lawful business and/or any other objectives enumerated in this certificate of incorporation or any amendment thereof or necessary and incidental to the protection and benefit of the corporation; and in general to carry on any lawful business permitted under the laws of the United States of America, the State of Florida and all singularly remaining States in the Union.

**ARTICLE III - TERM OF EXISTENCE**

This Corporation shall have perpetual existence and the commencement of the Corporate existence shall be at the time of the filing of these Articles.

**ARTICLE IV - CAPITAL STOCK**

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is one thousand (1,000) shares. Such shares shall be of single class and shall have a par value of One Dollars (\$1.00) per share.

Since it is the purpose and intention of the incorporator hereto that this corporation be established as a Subchapter S corporation, then all applicable Internal Revenue Code regulations and other controlling legislation pertaining to and/or authorizing Subchapter S corporations are specifically incorporated into these Articles. The incorporator will comply with and/or file with the Internal Revenue Service the appropriate documents for implementation as a Subchapter S corporation. Any further legislation applicable to Subchapter S corporation shall be construed to apply to this corporation in order that this corporation may comply with and maintain, at the direction of the incorporator, its Subchapter S status.

#### **ARTICLE V - PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office of business of the corporation is to be: 1804 South Ocean Drive, Fort Pierce, Florida 34949. The mailing address of the corporation is to be: 1804 South Ocean Drive, Fort Pierce, Florida 34949. The Board of Directors may, from time to time, move the principal office to any other address in the State of Florida.

#### **ARTICLE VI - INITIAL REGISTERED OFFICER AND AGENT**

The street address of the initial registered officer of this corporation is 1804 South Ocean Drive, Fort Pierce, Florida 34949 and the name of the initial registered agent of this corporation at that address is I. A. Mascioli.

#### **ARTICLE VII - DIRECTORS**

This corporation shall have two (2) Directors initially. The number of Directors may be increased or diminished from time to time by the By-laws adopted by the shareholders. The corporation shall never have less than one (1) Director.

#### **ARTICLE VIII - INITIAL DIRECTORS AND OFFICERS**

The name and address of the Directors and officers who shall hold office until their successor(s) is/are elected and has/have qualified are:

<b>NAME</b>	<b>ADDRESS</b>
I. A. Mascioli	1804 South Ocean Drive Fort Pierce, Florida 34949
James Conrad Ashworth	5126 Happiness Street Fort Pierce, Florida 34981

#### **ARTICLE IX - INCORPORATORS**

The name and address of the incorporators of this corporation are:

<b>NAME</b>	<b>ADDRESS</b>
James Conrad Ashworth	5126 Happiness Street Fort Pierce, Florida 34981

#### **ARTICLE X - AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders and approved at the Stockholders' meeting by at least a majority of the stock entitled to vote, unless all the Directors and all of the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

#### **ARTICLE XI - BY-LAWS**

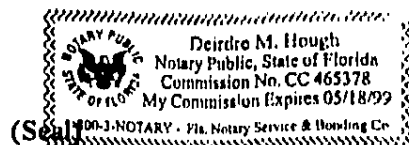
The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Stockholders.

STATE OF FLORIDA

COUNTY OF ST. LUCIE

I HEREBY CERTIFY that the foregoing instrument was acknowledged before me, and personally appeared **JAMES CONRAD ASHWORTH** personally known to me, or who has presented \_\_\_\_\_ as identification and who did/did not take an oath, and that he signed his name to the foregoing Articles of Incorporation and acknowledged before me that he executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the County and State named above this 9 day of April, 1996.



NOTARY PUBLIC-STATE OF FLORIDA  
My Commission Expires:  
My Commission Number:

IN WITNESS WHEREOF, I have hereunto set my name and seal, acknowledged and  
filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 9 day of  
April, 1996.

  
JAMES CONRAD ASHWORTH

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

In accordance with Chapter 48.091, and 607.0501, Florida Statutes, the following is submitted, in compliance with said Act:

**A-1 QUALITY ROOFING, INC.**, having been organized under the laws of the State of Florida with its principal office or place of Business at 1804 South Ocean Drive, Fort Pierce, Florida 34949, indicated in the Articles of Incorporation, in the County of St. Lucie, State of Florida, and has named **I. A. MASCIOLI**, 1804 South Ocean Drive, Fort Pierce, Florida 34949, as its agent to accept service of process within this State.

**ACKNOWLEDGMENT**

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



**I. A. MASCIOLI**  
1804 South Ocean Drive  
Fort Pierce, Florida 34949

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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