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PRESTIGE ROOFING SERVICES, INC.
4385 SW 75 AVE.
MIAMI, FLORIDA 33155

AUGUST 1, 1996

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

500001922085
-08/14/96--01082--013
****122.50 ****122.50

Re: Prestige Roofing Services, Inc.

Dear Sir:

I am enclosing herewith an original and a copy of Articles of Incorporation for the above named entity.

Also enclosed is a check in the amount of \$122.50, to cover various fees and filing cost. Please process the enclosures at your earliest convenience.

Sincerely,

Sandra P. Amaya
President

FILED
96 AUG 14 PM 12:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE AUG 17 1996

ARTICLES OF INCORPORATION
OF

PRESTIGE ROOFING SERVICES, INC.

FILED
96 AUG 14 PM 12:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned subscribers of these articles of incorporation, natural persons, competent to contract and desiring to form a corporation for profit under the laws of the State of Florida, hereby certify as follows:

ARTICLE I

The Name of the corporation is:

PRESTIGE ROOFING SERVICES, INC.

ARTICLE II

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

ARTICLE III

The Maximum number of shares of stock which the corporation is authorized to have outstanding at any time shall be 500 shares of common stock, with a par value of \$1.00 per share.

ARTICLE IV

The amount of capital with which this corporation will begin business shall be not less than \$500.00.

ARTICLE V

This corporation shall have perpetual existence beginning on the date of incorporation unless otherwise terminated according to law.

ARTICLE VI

The initial registered agent and initial registered office are:

Sandra P. Amaya
7699 SW 153 Ct # 206
Miami, Fl. 33193

The initial place of business of this corporation shall be located at:

4355 SW 75 Ave.
Miami, Fl. 33155

or at such other place as may be later designated by the Board of Directors, with branch offices in such other cities, towns, states or countries as may from time to time be authorized by the Board of directors.

ARTICLE VII

The business of this corporation shall be conducted by a Board of Directors, which shall consist of not less than one [1] nor more than three [3] as shall from time to time be designated in the by-laws of this corporation, and a majority thereof shall constitute a quorum for the transaction of all business.

ARTICLE VIII

The names and street addresses of the subscribers of the Articles of Incorporation and of the first Board of Directors, who subject to the provisions of these Articles of Incorporation, the by-laws of this corporation and the laws of the State of Florida, shall hold office for the first year of the corporate existence or until their successors are elected and duly qualified are:

NAME	ADDRESS	SHARES
Sandra P. Amaya	7699 SW 153 Ct. # 206 Miami, Fl. 33193	250
Luis F. Amaya	7699 SW 153 Ct # 206 Miami, Fl. 33193	250

All of the said directors are of full age and at least one is a citizen of the United States of America.

ARTICLE IX INITIAL OFFICERS

NAME	TITLE	ADDRESS
Sandra P. Amaya	President Treasurer	7699 SW 153 Ct # 206 Miami, Fl. 33193
Luis F. Amaya	Vice President Treasurer	7699 SW 153 Ct. # 206 Miami, Fl. 33193

ARTICLE X

The by-laws of this corporation may be created, amended or changed by either the stockholders or the directors at any regular or duly scheduled special meeting.

ARTICLE XI

This corporation shall have in addition to a President, Vice President, Secretary and Treasurer, such other additional officers as may be created from time to time by and under the authorization of its by-laws.

ARTICLE XII

All officer, agents and factors shall be chosen in such manner, hold their offices for such terms and have such powers and duties as may be prescribed by the by-laws or determined by the Board of Directors. Any person may hold two (2) or more offices, except that the president shall not also be the secretary or assistant secretary of the corporation.

ARTICLE XIII

Every person who now is or hereafter shall become a Director of this corporation, shall be indemnified by the corporation against all cost and expenses [including counsel fees] hereafter reasonably incurred or imposed in connection with or resulting from any action, suit or proceedings of whatever nature, to which they are or shall be made party by reason of their being or having been a director of the corporation [whether or not they have been made a party to such action, suit or proceedings, or at the time such cost or expense is incurred or imposed].

However, an exception is made to the above in relation to matters as to which he shall finally be adjudged in such action, suit or proceedings to have been derelict in the performance of the duties imposed on him as such director. The right of indemnification herein provided shall not be exclusive of other rights to which any person may now or hereafter be entitled to as a matter of law.

IN WITNESS WHEREOF, the undersigned have made, subscribed and acknowledged these Articles of Incorporation, this 1st day of August 1996.

Sandra P. Amaya
SANDRA P. AMAYA

STATE OF FLORIDA] SS:
COUNTY OF DADE]

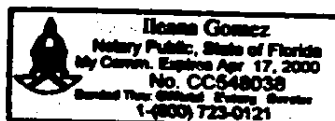
I HEREBY CERTIFY that on the 1st. day of August 1992, personally appeared before me, an authorized officer duly commissioned to administer oaths and take acknowledgments, Sandra P. Amaya, to me well known to be the person who executed the foregoing Articles of Incorporation and acknowledge that he executed the same for the purposes therein contained.

SWORN TO AND SUBSCRIBED before me the day and the year first above written.

[Signature]
NOTARY PUBLIC, STATE OF FLORIDA

THE UNDERSIGNED hereby accepts the designation of registered Agent and hereby agrees to comply with all pertinent statutes.

Sandra P. Amaya
SANDRA P. AMAYA as
Registered Agent



FILED
96 AUG 14 PM 12:56
CLERK OF DISTRICT COURT
STATE OF FLORIDA