

Address C/O 2407 EAST MALL DR
FT. MYERS, FL 33901

Phone 941-939-3636

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Secretary of State
Division of Corporations
Capitol Building
Tallahassee, FL 32301

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

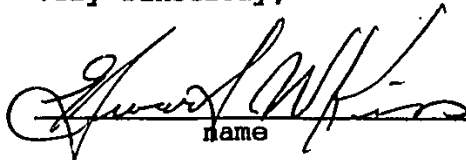
Gentlemen,

Enclosed are:

1. Two (2) copies of the Articles of Incorporation of
A QUALITY BUILDING + REMODELING Co. Inc.
name of corporation
2. Appointment of a Registered Agent of Filing Purposes.
3. A check for \$122.50 to cover the charter tax, filing fees, registered agent fee and the cost of a certified copy of the Articles.

Please send me a certified copy.

Very sincerely,


name



 **Accounting Group**
For Small Business Owners

2407 EAST MALL DRIVE, FORT MYERS, FLORIDA 33901

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Articles of Incorporation
of

A QUALITY BUILDING & REMODELING CO. INC.

WE, THE UNDERSIGNED, natural persons of legal age, acting as incorporators under the laws of the state of Florida, adopt the following articles of incorporation for such corporation:

- FIRST: The name of the corporation is A QUALITY BUILDING & REMODELING CO. INC. *
- SECOND: The period of its duration is; PERPETUAL.
- THIRD: The purpose(s) for which the corporation is organization are CONSTRUCTION & REPAIRS and ANY OTHER LAWFUL BUSINESS ACTIVITY FOR WHICH CORPORATIONS MAY BE INCORPORATED UNDER CHAPTER 607 OF THE FLORIDA STATUTES.
- FOURTH: The aggregate number of shares which the corporation shall have authority to issue is 200 SHARES OF COMMON STOCK HAVE \$1.00 PAR VALUE EACH.
- FIFTH: The corporation will not commence business until at least \$100.00 has been received by it as consideration for the issuance of shares.
- SIXTH: Cumulative voting for shares of stock is not authorized.
- SEVENTH: Provisions limiting or denying to shareholders the preemptive right to acquire additional or treasury shares of the corporation are: NONE.
- EIGHT: Provisions for the regulation of the internal affairs of the corporation are: TO BE GOVERNED BY THE BYLAWS WHICH SHALL BE ADOPTED BY A MAJORITY OF DIRECTORS.
- NINTH: The address of the initial registered office of the corporation is: 6538 CONVERSE ST. FT. MYERS FL and the name of its initial registered agent at such address is EDWARD W. KISS.
- TENTH: Address of the principal place of business is: 6538 CONVERSE ST. FT. MYERS, FL 33919.
- ELEVENTH: The number of directors constituting the initial board of directors of the corporation is ONE and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

Name

Address

EDWARD W. KISS

6538 CONVERSE ST.

FT. MYERS, FL 33919

The name and address of each incorporator is:

EDWARD W. KISS

6538 CONVERSE ST.

FT. MYERS, FL 33919

IN WITNESS WHEREOF, the incorporator(s) have hereunto set their hands this _____ day of MARCH 1997.

Signatures of All Incorporators

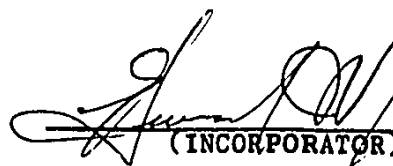



ORIGINAL APPOINTMENT
OF REGISTERED AGENT

The undersigned, being at least a majority of the incorporators
of A QUALITY BUILDING & REMODELING CO. INC.,
hereby appoints EDWARD W. KISS
to be statutory agent upon whom any process, notice or demand
required or permitted by statute to be served upon the corporation
may be served.

The complete address of the agent is: 6538 CONVERSE ST.,
FT. MYERS, LEE County,
(CITY OR VILLAGE)
Florida, 33919.
(ZIP CODE)

Date: MARCH 1997


(INCORPORATOR)

(INCORPORATOR)
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Having been named as registered agent and to accept service of process for the above
stated corporation at the place designated in this certificate, I hereby accept the appointment
as registered agent and agree to act in this capacity. I further agree to comply with the
provisions of all statutes relating to the proper and complete performance of my duties, and
I am familiar with and accept the obligations of my position as registered agent.

SIGNATURE

DATE


MARCH 1997