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TO: DIVISION OF CORPORATIONS

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ACCT#:

076117000420

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NAME: CURRIER ROOF TILE SPECIALISTS, INC. - FT. MYERS

AUDIT NUMBER...... H97000010430

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# ARTICLES OF INCORPORATION

OF

CURRIER ROOF TILE SPECIALISTS, INC. - FT. MYERS

Article I

Name

The name of the corporation is Currier Roof Tile Specialists, Inc. - Ft. Myers.

Article II

**Duration** 

The corporation shall have a perpetual existence.

Article III

Puroose

The corporation is organized for the purpose of transacting any and all lawful business.

Article IV

<u>Address</u>

The principal place of business of the corporation shall be:

819 South Federal Highway Suite 201 Stuart, FL 34994

David G. Bates, Esq. FL BAR # 0935451 Gunster, Yoakley, Valdes-Fauli & Stewart, P.A. 777 So. Flegler Dr., Suite 500E West Palm Beach, FL 33401 (561) 655-1960 7 JUN 25 PH 3: 5

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The mailing address of the corporation shall be:

819 South Federal Highway Suite 201 Stuart, FL 34994

#### Article V

# Capital Stock

The corporation is authorized to issue One Thousand (1,000) shares of One Cent (\$0.01) par value per share common stock.

# Article VI

# Initial Registered Office and Agent

The street address of the initial registered office of the corporation is 819 South Federal Highway, Suite 201, Stuart, FL 34994, and the name of the initial registered agent of the corporation at that address is Christine Doolin. Pursuant to Florida Statute 607.0501(3), a written acceptance is attached.

# Article VII

#### Initial Board of Directors

The corporation shall have three (3) directors initially. The number of directors may be either increased or decreased from time to time by the Bylaws but shall never be less than one (1). The names and addresses of the initial directors of the corporation are as follows:

George Desiderio

819 South Federal Highway, Suite 201 Stuart, FL 34994

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Kevin Johnson

819 South Federal Highway, Suite 201

Stuart, FL 34994

Terry Johnson

819 South Federal Highway, Suite 201

Stuart, FL 34994

Article VIII

#### Incomorator

The name and address of the person signing these Articles is:

Michael P. Johnson

819 South Federal Highway, Suite 201

Stuart. FL 34994

# Article IX

#### **Powers**

The corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

#### Article X

# Indemnification

Provided the person proposed to be indemnified is not shown to have not satisfied the requisite standard of conduct for permissive indemnification by a corporation as specifically set forth in the applicable provisions of the Florida Business Corporation Act (currently, Sections 607.0850(1) and (2) of the Florida Statutes), as may be amended from time to time, the corporation shall indemnify its officers and directors, and may indemnify its employees and agents, from and against any and all of the expenses or liabilities

incurred in defending a civil or criminal proceeding, or other matters referred to in or covered by said provisions, including advancement of expenses prior to the final disposition of such proceedings and amounts paid in settlement of such proceedings, both as to action in their official capacity and as to action in any other capacity while an officer, director, employee or other agent. The Indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, agreement, vote of shareholders or disinterested directors or otherwise. The Indemnification provided herein shall continue as to a person who has ceased to be a director, officer, employee or agent, and shall inure to the benefit of the heirs, the personal and other legal representatives of such person, and an adjudication of liability shall not affect the right to Indemnification for those indemnified.

#### Article XI

#### Amendment

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder(s) is subject to this reservation.

# Article XII

#### **Bylaws**

The Bylaws may be adopted, altered, amended, or repealed by either the shareholders or the Board of Directors, but the Board of Directors may not amend or repeal

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any Bylaw adopted by shareholders if the shareholders specifically provide such Bylaw is not subject to amendment or repeal by the directors.

Michael P. Johnson, Incorporator

DATED: June 23, 1997

# ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for Currier Roof Tile Specialists, Inc. - Ft. Myers, a Florida corporation (the "Corporation"), in the foregoing Articles of Incorporation, I, on behalf of the Corporation, hereby state I am familiar with and agree to accept the duties and responsibilities as registered agent for eald Corporation and to comply with any and all Florida Statutes relative to the complete and proper performance of the duties of registered agent.

REGISTERED AGENT:

Christina Danilla

277424,6

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SECRETARY OF STATE
TALL AHASSEE ELORINA

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