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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: ACE INDUSTRIES, INC.
CONTACT: PAM FRIEDMAN
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NAME: GUEITS ROOFING COMPANY, INC.
AUDIT NUMBER.....H97000019037
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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ARTICLES OF INCORPORATION

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Article 1: Name of Corporation GUEITS ROOFING COMPANY, INC.
Address of Corporation 1444 BISCAYNE BOULEVARD SUITE 220
MIAMI, FLORIDA 33137

Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 500, with a par value of \$1.00. (PAR VALUE is NOT REQUIRED).

Article 3: REGISTERED AGENT
and
REGISTERED OFFICE:

CARLOS GUEITS
108 TRUXTON DRIVE
MIAMI SPRINGS, FL 33166

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation

Carlos Gueits 10/31/97
Signature of Registered Agent Date

Article 4: The Board of Directors are: (Board of Directors is NOT REQUIRED)
First listed is President. Second is Vice-President. Then, sec/treasurer

1. <u>JORGE CALIL</u>	<u>CARLOS GUEITS</u>
<u>1444 BISCAYNE BLVD. #220</u>	<u>108 TRUXTON DRIVE</u>
<u>MIAMI, FLORIDA 33137</u>	<u>MIAMI SPRINGS, FL 33166</u>

Article 5: The Name and Address of the INCORPORATOR is:

JORGE CALIL
1444 BISCAYNE BOULEVARD SUITE 220
MIAMI, FLORIDA 33137

In witness whereof I have subscribed my name

Jorge Calil
Signature of Incorporator

JORGE CALIL

H97-19037

Prepared by:

ace INDUSTRIES, INC.

54 NW 11th Street

Miami, FL 33136

305-258-2571