Charter Number Only DAT 0 0 CORPORATION(S) NAME PP Toll Free: 1-800-432-3028 Profit () Merger () Amendment NonProfit () Mark) Dissolution) Foreign () Other) Annual Report) Limited Partnership) Change of Registered Agent) Reservation) Reinstatement () Certificate Under Seal) Photo Copies **Certified Copy** () After 4:30) Call If Problem) Call When Ready) Mail<u>E</u>Gu Pick Up () Will Wait . Walk In Neme Availability Document Examinar Updater Verifier Acknowledgment K. Rolfe JAN 2 2 1998 W.P. Varifier

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ARTICLES OF INCORPORATION

OF

ROOFS BY CHERRY, INC.

ARTICLE I

CORPORATE NAME

The name of the Corporation is: ROOFS BY CHERRY, INC.

ARTICLE II

The Corporation may engage in or transact any or all activity or business permitted under the laws of the United States and of the State of Florida. The Corporation shall exist perpetually.

ARTICLE III

CAPITAL STOCK

The Corporation is authorized to issue and have outstanding at any one time an aggregate number of **one hundred** (100) **shares** of one class of common stock having a par value of **One** (\$1.00) **Dollar** per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV

PREEMPTIVE RIGHTS

All shareholders of the Corporation shall be vested with full preemptive rights.

ARTICLE V

INDEMNIFICATION

The Corporation shall indemnify any office or director, to the full extent permitted by law, except as to suits by any such officer of director against the Corporation.

ARTICLE VI

INITIAL REGISTERED AGENT AND

INITIAL REGISTERED AND PRINCIPAL OFFICE

The Corporation's Initial Registered Agent and Registered Office in the State of Florida is:

INITIAL REGISTERED AGENT: John Cherry

INITIAL REGISTERED OFFICE:

3901 S.W. 40th Avenue Hollywood, Florida 33023

INITIAL PRINCIPAL OFFICE OF CORPORATION: 3901 S.W. 40th Avenue

3901 S.W. 40th Avenue Hollywood, Florida 33023

ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

Having been named Initial Registered Agent to accept service of process on the Corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such status consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.

JOHN CHERRY REGISTERED AGENT

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of the Corporation is *ONE* (1).

ARTICLE VIII

INITIAL DIRECTORS

The names and addresses of the initial members of the Board of Directors are:

JOHN CHERRY 3901 S.W. 40th Avenue Hollywood, Florida 33023

The number of Directors may be increased or decreased from time to time by By-Laws adopted by the Stockholders.

ARTICLE IX

The names and addresses of the incorporator executing these Articles of Incorporation is:

INCORPORATOR: JOHN CHERRY

ADDRESSES: 3901 S.W. 40th Avenue Hollywood, Florida 33023

JOHN CHERRY, INCORPORATOR

STATE OF FLORIDA)

SS

COUNTY OF DADE)

I HEREBY CERTIFY that on this day before me, a notary public, duly authorized in the

I HEREBY CERTIFY that on this day before me, a notary public, duly authorized in the State and County above named to take acknowledgments, personally appeared *JOHN*CHERRY, to me known to be the person described as the incorporator, and who executed the foregoing Articles of Incorporation.

The foregoing instrument was acknowledged before me this ______ day of ______, as identification and who did (did not) take an oath.

NAME OF ACKNOWLEDGER; TYPED, PRINTED OR STAMPED

STARY PUBLIC, STATE OF FLORIDA

My Commission Expires:

Jeffrey S. Shapiro
Notary Public, State of Florida
Commission No. CC 430943

Of FLS
My Commission Expires 02/18/99

800-3-NOTARY - Fls. Notary Service & Bonding Co.

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SECRETARY OF STATI