

P98000059071

Requestor's Name  
*International Roofing Associates, Inc.*

*4131 NE 6th Ave.*

Address

*Oakland Park, FL 33384*

City/State/Zip

Phone #

*(954) 565-8322*

Office Use Only

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 JUL - 2 PM 2:00

FILED

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. \_\_\_\_\_ (Corporation Name) (Document #) *400002579524--2*  
*-07/02/98--01084--002*
2. \_\_\_\_\_ (Corporation Name) (Document #) *\*\*\*\*131.25 \*\*\*\*131.25*
3. \_\_\_\_\_ (Corporation Name) (Document #)
4. \_\_\_\_\_ (Corporation Name) (Document #)

☐ Walk in

☐ Pick up time \_\_\_\_\_

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

| NEW FILINGS              |                   |
|--------------------------|-------------------|
| <input type="checkbox"/> | Profit            |
| <input type="checkbox"/> | NonProfit         |
| <input type="checkbox"/> | Limited Liability |
| <input type="checkbox"/> | Domestication     |
| <input type="checkbox"/> | Other             |

| AMENDMENTS               |  |
|--------------------------|--|
| <input type="checkbox"/> | Amendment                              |
| <input type="checkbox"/> | Resignation of R.A., Officer/ Director |
| <input type="checkbox"/> | Change of Registered Agent             |
| <input type="checkbox"/> | Dissolution/Withdrawal                 |
| <input type="checkbox"/> | Merger                                 |

| OTHER FILINGS            |                  |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report    |
| <input type="checkbox"/> | Fictitious Name  |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/ QUALIFICATION |                     |
|-----------------------------|---------------------|
| <input type="checkbox"/>    | Foreign             |
| <input type="checkbox"/>    | Limited Partnership |
| <input type="checkbox"/>    | Reinstatement       |
| <input type="checkbox"/>    | Trademark           |
| <input type="checkbox"/>    | Other               |

|                   |                    |
|-------------------|--------------------|
| Name Availability | <i>Let 7/10/98</i> |
| Document Examiner | <i>Let</i>         |
| Updater           | <i>Let</i>         |
| Updater Verifier  | <i>Let</i>         |
| Acknowledgement   | <i>Let</i>         |
| W. P. Verifier    | <i>Let</i>         |

FILING *35.00*  
CUST+C. COPY *61.25*  
R. AGENT *35.00*  
TOTAL *131.25*  
BALANCE DUE \$ \_\_\_\_\_  
REFUND \$ \_\_\_\_\_

Examiner's Initials

ARTICLES OF INCORPORATION  
OF  
INTERNATIONAL ROOFING ASSOCIATES, INC.

FILED  
98 JUL 2 PM 2:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned Subscriber to these Articles of Incorporation, a natural person competent to contract, hereby associates himself to form a corporation under the laws of the State of Florida.

ARTICLE I

NAME: The name of this corporation is:

INTERNATIONAL ROOFING ASSOCIATES, INC.

ARTICLE II

PURPOSES AND POWERS: The general nature of business to be transacted by the corporation is as follows:

1. The corporation may engage in any activity of business which is permitted under the laws of the State of Florida;
2. And, in general, to do all things necessary or convenient to carry out its business or affairs or which is calculated, directly or indirectly, to promote the interest of the corporation or to enhance the value of its properties;
3. And, further, to buy, sell and own real and personal property, to borrow, raise and lend money for any purposes of the corporation, to encumber and mortgage all or part of the property, real and personal, corporeal or incorporeal, owned by the corporation and to create, issue, draw and accept and negotiate bonds and mortgages, bills of exchange,

promissory notes and other obligations and negotiable instruments.

### ARTICLE III

CAPITALIZATION: The maximum number of shares of stock which this corporation is authorized to have outstanding at any time is Ten Thousand (10,000) shares of common stock having a par value of One and no/100ths (\$1.00) Dollar per share.

### ARTICLE IV

SHAREHOLDERS' PREEMPTIVE RIGHTS: The corporation elects to have preemptive rights.

### ARTICLE V

INITIAL CAPITAL: The amount of capital with which this corporation will begin business is One Hundred and no/100ths (\$100.00) Dollars.

### ARTICLE VI

COMMENCEMENT AND DURATION: This corporation is to commence existence upon the filing of these Articles of Incorporation with the Department of State of the State of Florida and its existence thereafter shall be perpetual.

### ARTICLE VII

PRINCIPAL OFFICE: The corporation shall have its initial principal office, place of business and mailing address at 4131 Northeast 6th Avenue, Oakland Park, Florida 33334.

The Board of Directors may, from time to time, move the principal office, place of business and mailing address to any other address located in the State of Florida, and establish branch offices in any place within or without the State of Florida, as may be

desirable.

#### ARTICLE VIII

DIRECTORS: The corporation shall have one (1) Director initially. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws adopted by the stockholders, but shall never be less than one (1).

The name and address of the initial Director, comprising the entire Board of Directors initially, are:

Gordon E. McDonald  
Director

4131 Northeast 6th Avenue  
Oakland Park, Florida 33334

#### ARTICLE IX

OFFICERS: The corporation shall have offices consisting of a President, a Secretary and a Treasurer, all of which may be occupied by the same person, as appointed from time to time by the Board of Directors.

The names and addresses of the initial officers are:

Gordon E. McDonald  
President

4131 Northeast 6th Avenue  
Oakland Park, Florida 33334

Gordon E. McDonald  
Secretary

4131 Northeast 6th Avenue  
Oakland Park, Florida 33334

Gordon E. McDonald  
Treasurer

4131 Northeast 6th Avenue  
Oakland Park, Florida 33334

#### ARTICLE X

INDEMNIFICATION: The corporation shall indemnify every director and officer, and his heirs, executors and administrators, against expenses reasonably and actually incurred

by him, as well as any amount paid upon a judgment in connection with any action, suit or proceeding, civil or criminal, to which he may be made a party by reason of his being, or having been, a director or officer of the corporation, except in relation to matters as to which he shall finally be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in performance of duty to the corporation. In the event of settlement, indemnification shall be provided only in connection with such matters covered by the settlement as to which the corporation is advised by its counsel that the person to be indemnified did not commit breach of such duty. The right of indemnification contained herein shall be in addition to, and not exclusive of, such other rights of indemnification as are provided by law or to which a director or officer may otherwise be entitled.

#### ARTICLE XI

**AFFILIATED TRANSACTIONS:** The corporation elects not to be governed by the provisions of F.S. §607.0901 (1997) pertaining to the approvals required for the corporation to engage in, or enter into, an "affiliated transaction" as that term is defined therein.

#### ARTICLE XII

**INCORPORATOR AND SUBSCRIBER:** The incorporator and subscriber to all of the capital shares of the corporation is:

Gordon E. McDonald

4131 Northeast 6th Avenue  
Oakland Park, Florida 33334

#### ARTICLE XIII

**AMENDMENT:** These Articles of Incorporation may be amended in the manner

provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved by the stockholders by a majority of the shares entitled to vote thereon.

#### ARTICLE XIV

REGISTERED AGENT AND REGISTERED OFFICE: The initial Registered Agent for the corporation, to be its agent and to accept service of process within the State of Florida on behalf of the corporation, is:

Gordon E. McDonald

The initial Registered Office for the corporation is located at:

4131 Northeast 6th Avenue  
Oakland Park, Florida 33334

#### ACKNOWLEDGMENT

Having been named as Registered Agent to accept service of process for INTERNATIONAL ROOFING ASSOCIATES, INC. at the place designated in Article XIV of these Articles of Incorporation, I hereby acknowledge that I am familiar with, and accept, the obligations of that position and agree to comply with the provisions of Florida law relative to keeping open the Registered Office of the corporation.

  
\_\_\_\_\_  
GORDON E. McDONALD - Registered Agent

#### CERTIFICATE

I, the undersigned, being the original Subscriber to the capital stock hereinabove

named for the purpose of forming a corporation for profit to do business both within and without the State of Florida, do hereby execute, subscribe, acknowledge and file this Certificate, hereby declaring and certifying that the facts stated are true, and accordingly have hereunto set my hand and seal this 7<sup>th</sup> day of May, 1998.

Gordon E. McDonald  
GORDON E. McDONALD - Subscriber

STATE OF FLORIDA                    }  
  Martin       :SS  
COUNTY OF ~~BROWARD~~            }

SWORN TO AND SUBSCRIBED before me this 7<sup>th</sup> day of May, 1998, by GORDON E. McDONALD, who is personally known to me or who has produced Fla Driver License  
M 235-285-49-084-D  
as identification and who did take an oath.

Beverly M Hall  
Notary Public Signature

Beverly M Hall  
Notary Public Printed Name  
Notary Public - State of Florida  
My Commission Expires: 7-14-2001

