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September 3, 1998

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Corporate Records Bureau  
P.O. Box 6327  
Tallahassee, Florida 32314

RE: Articles of Incorporation - J & C ROOFING SERVICES, INC.

Dear Sirs:

Enclosed please find a check in the amount of \$122.50 representing the fee for a certified copy and filing of the enclosed Articles of Incorporation for the above referenced matter.

Should you have any questions regarding the foregoing, please do not hesitate to contact me.

Sincerely,

*Idalis Betancourt*

Idalis Betancourt  
13105 SW 122<sup>nd</sup> Ave.  
Miami, FL 33186  
/ib

(305) 250-9626

FILED  
98 SEP -4 AM 10:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

QN 9-10-98

ARTICLES OF INCORPORATION

OF

J & C ROOFING SERVICES, INC.

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, hereby adopts the following Articles of Incorporation.

Article I

Name

The name of the corporation is J & C ROOFING SERVICES, INC.

Article II

Duration

This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five (5) days, exclusive of legal holidays, after executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

Article III

Nature of Business

This corporation is organized for the purpose of transacting any or all lawful business.

Article IV

Capital Stock

(a) Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having a par value of \$1.00 per shares.

(b) Preemptive Rights. Shareholders shall have no preemptive rights.

(c) Cumulative Voting. Cumulative voting shall not be permitted.

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TALLAHASSEE, FLORIDA

## Article V

### Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 13105 S.W. 122 Avenue, Miami, Florida 33177 and the name of the initial registered agent of this corporation at that address is JOSE R. BETANCOURT. The mailing address of this corporation is 13105 S.W. 122 Avenue, Miami, Florida 33177.

## Article VI

### Directors

(a) Number. This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

(b) Initial Directors. The name and street address of the directors of the corporation are:

Name	Street Address
JOSE R. BETANCOURT	13105 S.W. 122 Avenue Miami, Florida 33177
IDALIS BETANCOURT	13105 S.W. 122 Avenue Miami, Florida 33177

(c) Compensation. The board of directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any directors of the corporation may also serve the corporation in any other capacity and receive compensation therefore in any form.

(d) Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

## Article VII

### Bylaws

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the

board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

Article VIII

Incorporator

IDALIS BETANCOURT  
13105 S.W. 122 AVENUE  
MIAMI, FLORIDA 33177

Article IX

Amendment

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles the 27th day of August, 1998.

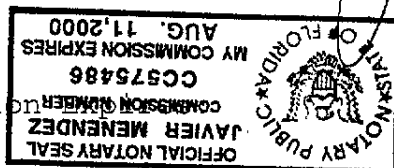
*Idalis Betancourt*  
IDALIS BETANCOURT

STATE OF FLORIDA )  
COUNTY OF DADE )

The following instrument was acknowledged before me this 27th day of August, 1998.

*[Signature]*  
Notary Public, State of Florida  
at Large

My Commission



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted.

J & C ROOFING SERVICES, INC. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business located at 13105 S.W. 122 Avenue, Miami, Florida 33177 has named Jose R. Betancourt, located at: 13105 S.W. 122 Avenue, Miami, Florida 33177 as its agent to accept service of process within Florida.

Incorporator: \_\_\_\_\_

  
IDALIS BETANCOURT

Dated: August 27th, 1998

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the Provisions of all statutes relative to the proper and complete performance of my duties.

  
JOSE R. BETANCOURT

Dated. August 27th, 1998

**FILED**  
98 SEP -4 AM 10:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA