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TRANSMITAL LETTER

BEST QUICK TAX RETURNS
310 1/2 S. BUMBY AVE.
ORLANDO, FL 32803
(407) 896-7921

100002995861--7
-09/24/99-01025-006
*****70.00 *****70.00

I AM ENCLOSING A CHECK OF \$70 DOLLARS. PLEASE SEND ME A STAMPED
COPY OF THE ARTICLE OF INCORPORATION.

THANK YOU.

FILED
99 SEP 24 AM 7:39
SECRETARY OF STATE
TALLAHASSEE FLORIDA

9-28-99

ARTICLES OF INCORPORATION

The undersigned Incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

ROOF REDEEMERS OF PENSACOLA, INC.

ARTICLE II PRINCIPAL OFFICE

11013 TANTON LANE
PENSACOLA, FL 32506

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

COMMON STOCK - 100 SHARES NO PAR VALUE
ROOF REDEEMERS, INC. - 51 SHARES
PAUL B. MEIGS - 49 SHARES

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

PABLO RODRIGUEZ
310 1/2 S. BUMBY AVENUE
ORLANDO, FL 32803

ARTICLE V INCORPORATORS

The name and street address of the Incorporator to these Articles of Incorporation is:

PABLO RODRIGUEZ, CPA

99 SEP 24 AM 7:39
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

310 1/2 S BUMBY
ORLANDO, FL 32803

ARTICLE VI DIRECTORS

The company will be run by the board of directors. The directors are:

WINSTON W. PAONI
PAUL B. MEIGS
GREGORY M. WILLIAMS

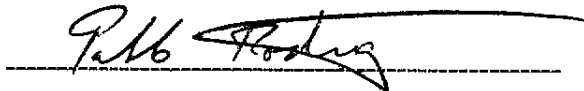
ARTICLE VII OFFICERS

WINSTON W. PAONI - PRESIDENT
PAUL B. MEIGS - VICE-PRESIDENT

ARTICLE VIII NATURE OF BUSINESS

The corporation will engage in the business of roof installation. The foregoing purposes and activities will be interpreted as examples only and not as limitations, and nothing therein shall be deemed as prohibiting the corporation from engaging in any lawful act or activity permitted in the United States, The State of Florida or any other state, country, territory or nation.

The undersigned Incorporator has executed these Articles of Incorporation this 20th of September 1999.


signature

Address for:
WINSTON W. PAONI
11013 TANTON LANE
PENSACOLA, FL 32506

PAUL B. MEIGS
3549 RIDDICK DRIVE
PENSACOLA, FL 32504

ROOF REEMERS, INC.
1682 SHELBY OAKS DR.
MEMPHIS, TN 38134

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE
UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF
FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED
OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: ROOF REDEEMERS OF
PENSACOLA INC.

2. The name and address of the registered agent and office is:

PABLO RODRIGUEZ
(NAME)

310 1/2 S. BUMBY
(P.O. Box or Mail Drop Box NOT ACCEPTABLE)

ORLANDO, FL 32803
(CITY/STATE/ZIP)

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TALLAHASSEE FLORIDA
SECRETARY OF STATE

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

X Pablo Rodry
(SIGNATURE)

9/20/99
(DATE)