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To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : KATZ, BARRON, SQUITERO & FAUST, P.A.
Account Number : 072627002473
Phone : (305)856-2444
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FLORIDA PROFIT CORPORATION OR P.A.

W.R. Derrer Construction, Inc.

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
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2003 AUG 29 AM 8:26
STATE OF FLORIDA
TALLAHASSEE

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
OF
W.R. DERRER CONSTRUCTION, INC.**

**ARTICLE I
NAME**

The name of the corporation is W.R. DERRER CONSTRUCTION, INC., a Florida corporation (the "Corporation")

**ARTICLE II
ADDRESS**

The principal and mailing address of the Corporation shall be 3575 N.W. 53rd Street Ft. Lauderdale, FL 33309.

**ARTICLE III
DURATION**

This corporation shall have a perpetual existence commencing upon filing of the Articles of Incorporation with the Florida Secretary of State.

**ARTICLE IV
PURPOSE**

The Corporation shall be authorized to engage in and transact any and all lawful business within and without the State of Florida or United States for which corporations may be incorporated under Chapter 607, Florida Statutes, as amended and supplemented.

**ARTICLE V
POWERS**

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This instrument prepared by:

ANNA KRIMSHEIN, ESQ.

KATZ, BARRON, SQUITERO, FAUST & BOYD, P.A.

2699 South Bayshore Drive, 7th Floor

Miami, FL 33133

Tel: (305) 856-2444

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The Corporation shall have all of the powers conferred upon corporations organized pursuant to the provisions of Chapter 607, Florida Statutes, as amended and supplemented.

ARTICLE VI
CAPITAL STOCK

This corporation is authorized to issue One Thousand (1,000) shares of One Dollar (\$1.00) per value common stock.

ARTICLE VII
INCORPORATOR

The name and address of the person signing these Articles as Incorporator is William R. Derrer, 3575 N.W. 53rd Street Ft. Lauderdale, FL 33309.

ARTICLE VIII
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2699 South Bayshore Drive, 7th Floor, Miami, Florida 33133 and the name of the initial registered agent of this corporation at that address is CORPCO, INC.

ARTICLE IX
INITIAL DIRECTORS

This corporation shall have three (3) initial director. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one. The initial directors of this corporation shall be:

William R. Derrer, Jr.

William R. Derrer

Patricia E. Derrer

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TALLAHASSEE FLORIDA

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ARTICLE X

OFFICERS

The following shall be the initial officers of the Corporation, to serve until their earlier resignation or removal from office:

| | |
|-----------------------|--------------------|
| William R. Derrer, Jr | President/Director |
| William R. Derrer | Vice President |
| Patricia E. Derrer | Secretary |

IN WITNESS WHEREOF, I have made and subscribed these Articles of Incorporation this ___ day of August, 2003.


William R. Derrer
Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above corporation at the place designated in the Articles of Incorporation, I hereby accept this appointment of, and designation as, registered agent for service of process within the State of Florida of the proposed corporation named in the Articles of Incorporation hereinabove set forth and do hereby further state that we may be found as registered agent for service of process upon said proposed corporation at the address set forth in Article VIII of such Articles.

IN WITNESS WHEREOF, as said registered agent, I have caused this Statement to be signed on this 26th day of August, 2003.

CORPCO, INC.


Marc L. Faust, Vice President

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