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STATE OF FLORIDA
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FROM: EMPIRE CORPORATE KIT COMPANY
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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: M & M ASPHALT MAINTENANCE, INC.
FAX AUDIT NUMBER: H95000004520
DATE REQUESTED: 04/21/1995
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(5)

ARTICLES OF INCORPORATION
OF

M & M ASPHALT MAINTENANCE, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

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TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is M & M Asphalt Maintenance, Inc.

ARTICLE II - PURPOSE

The Corporation is organized for the purpose of transacting any and all business permitted under the laws of the State of Florida and the United States of America.

ARTICLE III - DURATION

This corporation shall have perpetual existence.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue One Thousand (1000) Shares of \$1.00 par value common stock, which shall be designated "Common Shares". There shall be only one (1) class of stock.

ARTICLE V - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors of the corporation.

ARTICLE VI - INITIAL PRINCIPLE OFFICE

The street address of the initial principle office of M & M Asphalt Maintenance, Inc. is 541 16th Street, West Palm Beach, FL 33407.

Prepared by:
Kirk Brantley, Esq.
1840 Forest Hill Blvd., Suite 103
West Palm Beach, FL 33406
(407) 844-6211
Fla. Bar No. 193083

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ARTICLE VII - INITIAL REGISTERED AGENT

The name and address of the initial Registered Agent of this corporation is Mark May, 541 16th Street, West Palm Beach, FL 33407.

ARTICLE VIII - BOARD OF DIRECTORS

The business and affairs of this corporation shall be managed and shall be under the direction of the directors of the corporation. Directors need not be residents or citizens of the State of Florida. The directors may take action by written consent without a meeting as provided by law. The name and address of the initial director(s) of this corporation is:

Mark May	541 16th Street West Palm Beach, FL 33407
Brian T. Sinclair	541 16th Street West Palm Beach, FL 33407

ARTICLE IX - INDEMNIFICATION

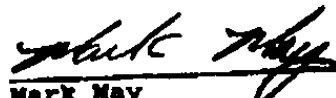
The corporation shall indemnify any officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE X - INCORPORATOR

The name and address of the person(s) signing these Articles of Incorporation are:

Mark May	541 16th Street West Palm Beach, FL 33407
Brian T. Sinclair	541 16th Street West Palm Beach, FL 33407

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation this 19 day of April, 1995.


Mark May


Brian T. Sinclair

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TO

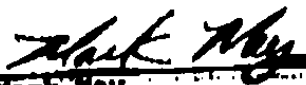
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**DEMIGNATION AND ACCEPTANCE
OF REGISTERED AGENT**

M & M ASPHALT MAINTENANCE, INC. hereby appoints Mark May to
act as Registered Agent for the purpose of accepting service of
process in accordance with the provisions of Chapter 607, F.S.A.

The undersigned does hereby accept such appointment.


Mark May

get:markmay\mmtnt.ort

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