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April 8, 2004

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: A & S CONTRACTORS, INC.

Dear Sir or Madam:

Enclosed herewith please find the original and one copy of the Transmittal Letter, Application by Foreign Corporation for Authorization to Transact Business in Florida, our check in the amount of Seventy Five Dollars (\$75.00) and a self-addressed stamped envelope.

If you have any questions or comments, please feel free to give me a call.

Very truly yours,

MEACHAM, EARLEY, JONES, AKER &
FOWLER, P.C.

Donna K. Ingram
Donna K. Ingram
Assistant to Christopher L. Meacham

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SECRETARY OF STATE
04 APR -9 PM 3:21

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Enclosures



**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. A & S CONTRACTORS, INC.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

A & S CONTRACTING, INC.
(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. GEORGIA 3. APPLIED FOR
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. FEBRUARY 4, 2004 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. UPON QUALIFICATION
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification."
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 6313 SUNDOWN DRIVE, JACKSONVILLE, FL 32244
(Principal office address)

6313 SUNDOWN DRIVE, JACKSONVILLE, FL 32244
(Current mailing address)

8. LANDSCAPING BUSINESS
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

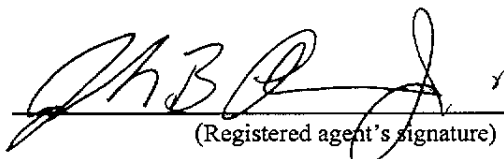
Name: JOSEPH ARMS

Office Address: 6313 SUNDOWN DRIVE

JACKSONVILLE, Florida 32244
(City) (Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

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CORPORATIONS
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A. DIRECTORS

Chairman: JOSEPH ARMS

Address: P. O. BOX 4682, COLUMBUS, GA 31904

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: JOSEPH ARMS

Address: P. O. BOX 4682, COLUMBUS, GA 31904

Vice President: _____

Address: _____

Secretary: JOSEPH ARMS

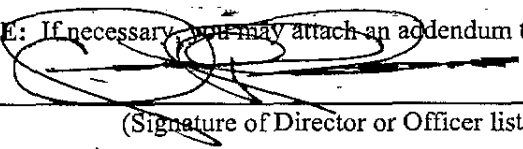
Address: P. O. BOX 4682, COLUMBUS, GA 31904

Treasurer: JOSEPH ARMS

Address: P. O. BOX 4682, COLUMBUS, GA 31904

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NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 

(Signature of Director or Officer listed in number 12 of the application)

14. CHRISTOPHER L. MEACHAM, ATTORNEY FOR A & S CONTRACTORS, INC.

(Typed or printed name and capacity of person signing application)

Secretary of State

Corporations Division

315 West Tower

#2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

CONTROL NUMBER : 0408081
DATE INC/AUTH/FILED: 02/04/2004
JURISDICTION : GEORGIA
PRINT DATE : 04/08/2004
FORM NUMBER : 211

MEACHAM, EARLEY & JONES, P.C.
CHRISTOPHER MEACHAM
5704 VETERANS PARKWAY
COLUMBUS, GA 31904

CERTIFICATE OF EXISTENCE

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that as of the above print date

A & S CONTRACTORS, INC.
A GEORGIA PROFIT CORPORATION

is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated.

Said entity was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date and has not filed articles of dissolution, certificate of cancellation or any other similar document with the Office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the print date above. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This information is electronically transmitted, issued and certified in accordance with the Georgia Electronic Records and Signatures Act and Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.

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Cathy Cox
Secretary of State

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