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Florida Department of State

Division of Corporations

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Division of Corporations

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From:

Account Name : ZIMMERMAN, SHUFFIELD, RISER & SUTCHIFFE, P.A.

Account Number : 119990000006

Phone : (407) 425-7010

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EFFECTIVE DATE

02-11-00

FILED
00 FEB 16 PM 3:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

MONUMENTS USA, INC.

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**ARTICLES OF INCORPORATION
OF
MONUMENTS USA, INC.**

EFFECTIVE DATE
02-11-00

00 FEB 16 PM 3:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

THE UNDERSIGNED, acting as sole incorporator of MONUMENTS USA, INC. under Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such corporation:

**ARTICLE I
NAME**

The name of the corporation is MONUMENTS USA, INC.

**ARTICLE II
SHARES**

The number of shares which the corporation shall have authority to issue is Ten Thousand (10,000), consisting of a single class of common stock, One cent (\$0.01) par value per share.

**ARTICLE III
PRINCIPAL OFFICE**

The address of the Principal Office of the corporation is 8601 Pisa Drive #1435, Orlando, FL 32810. The location of the Principal Office shall be subject to change as may be provided in bylaws duly adopted by the Corporation.

**ARTICLE IV
MAILING ADDRESS**

The mailing address of the corporation is 8601 Pisa Drive #1435, Orlando, FL 32810.

**ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT**

The address of the initial Registered Office of the corporation and the initial Registered Agent at such address are as follows:

Larry B. Loftis, Esq.
315 E. Robinson Street, Suite 600
Orlando, FL 32801

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ARTICLE VI
INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of the corporation is one (1). The number of Directors may be increased or decreased from time to time, but in no event shall the number of Directors be less than one (1). The name and address of the person who is to serve as initial Director until the first annual meeting of the shareholders of the corporation or until successor Directors are elected and shall qualify are as follows:

Michael H. Irving
8601 Pisa Drive #1435
Orlando, FL 32810

ARTICLE VII
COMMENCEMENT OF CORPORATE EXISTENCE

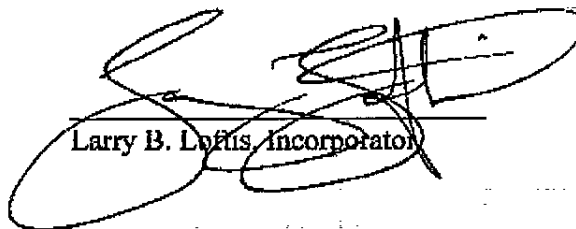
In accordance with Section 607.0203(1), Fla. Stat., the corporation's corporate existence shall be deemed to have commenced at 12:01 a.m. on February 11, 2000, or, if later, such time and date as is five business days prior to the date on which these Articles of Incorporation are filed by the Department of State.

ARTICLE VIII
INCORPORATOR

The name and address of the sole incorporator of the corporation are as follows:

Larry B. Loftis, Esq.
315 E. Robinson Street, Suite 600
Orlando, FL 32801

IN WITNESS WHEREOF, these Articles have been signed by the undersigned incorporator this 16th day of February, 2000.


Larry B. Loftis, Incorporator

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**ACCEPTANCE OF APPOINTMENT
BY INITIAL REGISTERED AGENT**

THE UNDERSIGNED, an individual resident of the State of Florida, having been named in Article V of the foregoing Articles of Incorporation as initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that he is familiar with, and hereby accepts, the obligations set forth in Section 607.0505, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to him as Registered Agent of the corporation.

DATED, this 16th day of February, 2000.


Larry B. Loftis, Registered Agent

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