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*Atkin & Friedman*

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October 3, 2000

State of Florida  
Department of State  
Corporate Division  
P. O. Box 6327  
Tallahassee, Florida 32314

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-10/03/00--01090--001  
\*\*\*\*122.50 \*\*\*\*78.75

Re: Schultz & Sons General Contracting, Inc.

Gentlemen:

Enclosed are the original and one copy of Articles of Incorporation and the original Certificate Designating Registered Agent and Place of Business Domicile for the Service of Process Within Florida and Acceptance of Agent Upon Whom Process May be Served for the above company. Please file the originals and return a certified copy of the Articles to this office. Our check in the amount of \$122.50 is enclosed.

Your cooperation in this matter is appreciated.

Sincerely,



Howard Atkin

HA/smp  
Enclosure

FILED  
00 OCT -9 AM 9:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
SCHULTZ & SONS GENERAL CONTRACTING, INC

ARTICLE I - NAME

The name of the corporation is SCHULTZ & SONS GENERAL CONTRACTING, INC.

ARTICLE II - DURATION

This Corporation shall have perpetual existence commencing on the date of filing the Articles with the Department of State.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may hereafter be amended.

ARTICLE IV - STOCK

This Corporation is authorized to issue one thousand (1,000) shares of one dollar (\$1.00) par value common stock which shall be designated as "common shares".

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder shall upon the sale for cash of any new stock of this Corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price which it is offered to others.

ARTICLE VI - REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this

Corporation is 16500 Garden Boulevard, Cape Coral, FL 33909 and the name of the initial registered agent of this Corporation is ELFRED O. SCHULTZ, JR.

#### ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have two (2) Directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the By-Laws; however, there shall never be less than one Director and no more than five. The name and address of the initial Board of Directors of the corporation is:

Elfred O. Schultz, Jr.  
16500 Garden Blvd.  
Cape Coral, FL 33909

Lynette F. Schultz  
16500 Garden Blvd.  
Cape Coral, FL 33909

#### ARTICLE VIII - INCORPORATORS

The name and address of the incorporator signing these Articles is:

Elfred O. Schultz, Jr.  
16500 Garden Blvd.  
Cape Coral, FL 33909

#### ARTICLE IX - INDEMNIFICATION

This Corporation shall indemnify any Officer or Director or any former Officer or Director, to the full extent permitted by law.

#### ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in the Articles of Incorporation or any amendment hereto, by a majority vote of the Board of Directors and any right conferred upon the shareholder is subject to this

reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles on the 3<sup>rd</sup> day of October, 2000.

  
Elfred O. Schultz

STATE OF FLORIDA  
COUNTY OF LEE

BEFORE ME, a notary public authorized to take acknowledgments in the State and County as set forth above, personally appeared ELFRED O. SCHULTZ, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

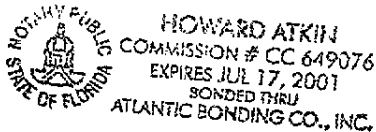
IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 3<sup>rd</sup> day of October, 2000.

  
Notary Public

(SEAL)

State of Florida at Large

Official Seal

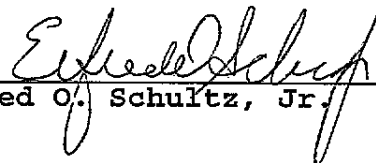


CERTIFICATE DESIGNATING REGISTERED AGENT AND PLACE OF  
BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA,  
AND ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 607.34, Florida  
Statutes, the following is submitted.

That SCHULTZ & SONS GENERAL CONTRACTING, INC., desiring to  
organize or qualify under the laws of the State of Florida, with  
its principal place of business at 16500 Garden Blvd, Cape Coral,  
FL 33909, has named ELFRED O. SCHULTZ, JR., located at 16500  
Garden Blvd., Cape Coral, FL 33909, as its agent to accept  
service of process within Florida.

DATED: October 3, 2000.

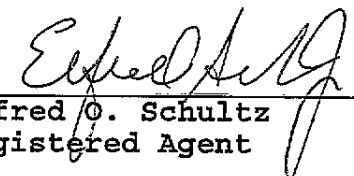
  
\_\_\_\_\_  
Elfred O. Schultz, Jr.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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Having been named to accept service of process for the above-  
named corporation, at the place designated on this certificate, I  
hereby agree to act in this capacity and I further agree to comply  
with the provisions of all Statutes relative to the proper  
performance of my duties.

  
\_\_\_\_\_  
Elfred O. Schultz  
Registered Agent