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THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 945592 80749B

AUTHORIZATION :

COST LIMIT : \$ PREPAID

00 DEC 27 PM 2:49

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ORDER DATE : December 27, 2000

ORDER TIME : 10:50 AM

ORDER NO. : 945592-005

CUSTOMER NO: 80749B

CUSTOMER: Gary .. Kahle, Esq
Farr Farr Emerich Sifrit
Hackett And Carr P A

115 West Olympia Avenue
Punta Gorda, FL 33950

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DOMESTIC FILING

NAME: CARTER CONCRETE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Joyce Markley - EXT. 1130

EXAMINER'S INITIALS:

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 DEC 27 PM 12:18

RECEIVED

12/27/00

EFFECTIVE DATE

12/26/00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

00 DEC 27 PM 2:49

OF

CARTER CONCRETE, INC.

ARTICLE I - NAME

The name of this corporation is CARTER CONCRETE, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence, commencing on the date of execution of these Articles.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of engaging in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue ten thousand (10,000) shares of ONE DOLLAR (\$1.00) par value common stock, which shall be designated "common shares".

ARTICLE V - PREFERENCE, LIMITATIONS AND
RELATIVE RIGHTS OF SHARES OF CAPITAL STOCK

Section 1. Voting Rights. Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of outstanding common stock. At each election for directors, every shareholder entitled to vote at such election shall have the right to vote, in person, or by proxy, the number of shares owned by him for as many persons as there are directors to be elected at that time and for whose election he has a right to vote or to accumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principal among any number of such candidates.

Section 2. Pre-emptive Rights. Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, 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 at which it is offered to others.

ARTICLE VI - INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS

The street address and the mailing address of the initial principal office of this corporation is: 2526-D Tamiami Trail, Port Charlotte, Florida 33952.

VII - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of this corporation's initial registered office and the name of its initial registered agent at that office is: Kathie Carter, 2526-D Tamiami Trail, Port Charlotte, Florida 33952.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time as provided in the By-Laws. The names and addresses of the initial directors of this corporation are:

Ron Carter	2526-D Tamiami Trail
	Port Charlotte, FL 33952

ARTICLE VIII - INCORPORATOR

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

Kathie Carter	2526-D Tamiami Trail
	Port Charlotte, FL 33952

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders; however, any By-Laws adopted by the shareholders, with specific provision providing that such By-Laws shall not be altered, amended or repealed by the Board of Directors, shall be effective to prevent such By-Laws being amended, altered or repealed by said Board of Directors.

ARTICLE X - AMENDMENTS

This corporation reserves the right from time to time to amend, alter, repeal, or to add any provision to its Articles of Incorporation in any manner now or hereafter prescribed by the provisions of Chapter 607 of Florida Statutes or any amendment

thereto or by the provisions of any other applicable statute of the State of Florida; and all rights conferred upon stockholders by these Articles of Incorporation, or any amendment hereto, are granted, subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 26 day of December, 2000.

Kathie Carter
KATHIE CARTER

ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT

HAVING BEEN NAMED as Registered Agent and to accept service of process for the above-stated Corporation at the place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in that capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Kathie Carter
KATHIE CARTER

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