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January 19, 2001

Division of Corporations
Secretary of State
Post Office Box 6327
Tallahassee, Florida 32314

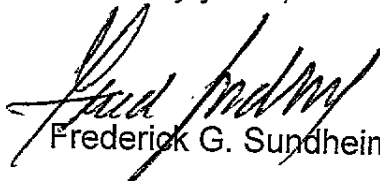
RE: Adatrac, Inc.

Dear Sirs:

I have enclosed a check in the amount of \$78.75 to cover your filing fee and obtaining a certified copy of the enclosed Articles of Incorporation for the above corporation.

Once the Articles have been filed, please return same to my office in the enclosed self addressed stamped envelope.

Sincerely yours,


Frederick G. Sundheim, Jr.

FGS:sn

Encls.

S-754B

cc: Mr. Adam L. Smith

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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**ARTICLES OF INCORPORATION
OF
ADATRAC, INC.**

ARTICLE I. NAME

The name of this corporation shall be ADATRAC, INC..

ARTICLE II. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE III. NATURE OF BUSINESS

The general nature of the businesses to be transacted by this corporation are: demolition, hauling, and general services with regards to bobcat services, and any other lawful actions in connection with these services.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock without nominal or par value. One share having a nominal or par value of One (\$1.00) dollars per share.

ARTICLE V. PRINCIPAL AND REGISTERED OFFICE

The street address of the principal office of this corporation in the State of Florida is 786 NE Bernard St., Jensen Beach, Florida 34957. The street address of the initial registered office of this corporation in the State of Florida is 786 NE Bernard St., Jensen Beach, Florida. The name of the initial registered agent at such address is Adam L. Smith.

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ARTICLE VI
MANAGEMENT BY SHAREHOLDERS

The business of the corporation shall be managed by the shareholders of the corporation. There will be no directors.

ARTICLE VII. INCORPORATORS

The names and street addresses of the subscribers of these Articles of Incorporation are:

| Name | Address | Office |
|---------------|---|----------|
| ADAM L. SMITH | 77 SW Riverway Blvd. Palm City, FL 34990 | P/VP/S/T |

ARTICLE VIII. BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Shareholders.

ARTICLE IX. AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved (by the board of directors, proposed by them to the shareholders and approved) at a shareholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

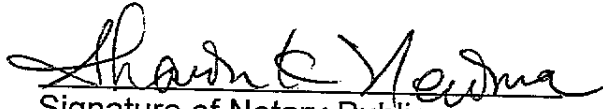
ARTICLE X. PREEMPTIVE RIGHTS

Upon the sale of any unissued or treasury shares of the corporation, each shareholder shall have the preemptive right to purchase his prorata share thereof at the price at which it is offered to others. This preemptive right is limited to the extent that no fractional shares will be issued or sold.



STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 18 day of January, 2001, by ADAM L. SMITH, who is ✓ personally known to me or who has produced as identification _____.


Signature of Notary Public



Print, type or stamp commissioned
name of Notary Public

I, ADAM L. SMITH, having been designated to act as Registered Agent, hereby consent to act in that capacity until removed or my resignation is submitted.


ADAM L. SMITH

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