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Pan American Real Estate
1170 Hillsboro Mile Suite 101
Hillsboro Beach, FL 33062

FILED
01 MAR 19 PM 3:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

March 16, 2001

Secretary of State
Division of Corporate Records
Post Office Box 6327
Tallahassee, Florida 32301


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*****78.75 *****78.75

Re: Articles of Incorporation

Enclosed please find herewith the Articles of Incorporation of Sheffield Contracting Co. Inc.
Also, enclosed please find a check in the amount of \$78.75 to cover the cost of processing.

Should you have any questions, please do not hesitate to contact our office.

Sincerely,


James DeLalla
Administrator

Enclosure

J. BRYAN MAR 23 2001

ARTICLES OF INCORPORATION

FOR

SHEFFIELD CONTRACTING CO. INC

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the Florida General Corporation Act, hereby do adopt the following Articles of Incorporation.

ARTICLE I

The name of the corporation is Sheffield Contracting Co. Inc

ARTICLE II

TERMS OF EXISTENCE

This corporation shall exist perpetually, commencing on the date of execution and acknowledgment of these Articles or upon filing with the Secretary of State of Florida, in the event these Articles are not filed withing five (5) days, exclusive of legal holidays, after execution and acknowledgment.

ARTICLE III

NATURE OF BUSINESS

The general purpose for which the corporation is organized are:

- (a) To operate and function as a Construction Company
- (b) To carry on such other business as may be necessary, convenient , or desirable to accomplish the purpose state in paragraph (a).
- (c) To transact any other lawful business for which corporations may incorporate under the Florida General Corporation Act or engage in any other trade or business which can in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.

ARTICLE IV

CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is 100,000. Such shall be of a single class and have no par value.

No stockholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any of the shares of the corporation without first offering such shares for sale to the corporation at no more than what her total profits were the previous year. Such offer shall be in writing, signed by the stockholder; shall be sent by registered or certified mail to the corporation at its principle place of business; and shall remain open for acceptance by the corporation for a period of thirty (30) days from the date of mailing. If the corporation fails or refuses within such period to make satisfactory arrangements for the purchase of shares, the stockholder shall have the right to dispose of her shares as she sees fit.

On the death of the stockholder, the corporation shall have the right to purchase all shares owned by such stockholder immediately prior to her death on the terms set forth above, and this provision shall be binding on the executor, administrator, or personal representative of each stockholder.

Each share certificate issued by the corporation shall have printed or stamped thereon the following legend: "These shares are held subject to certain transfer restrictions imposed by the Articles of Incorporation of the corporation.

A copy of such Articles is on file at the principle office of the corporation."

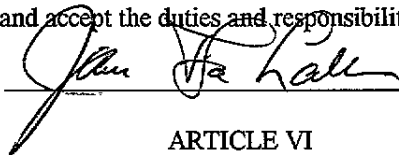
ARTICLE V

ADDRESS

The address of the principle place of business of this corporation shall be:

1170 Hillsboro Mile, Suite 101 Hillsboro Beach, Fl 33062, with the privilege of having branch or other offices or shops at other places within or without the State of Florida. The name of the initial registered agent is: James DeLalla, 1170 Hillsboro Mile, Suite 101, Hillsboro Beach, Fl 33062.

I hereby am familiar with and accept the duties and responsibilities as registered agent.



ARTICLE VI

OFFICERS

The number of directors constituting the initial board of directors of the corporation is one (1).

The name of address of the person who is to serve on the initial board of directors is:

James DeLalla

1170 Hillsboro Mile, Suite 101

President - Director

Hillsboro Beach, Fl 33062

ARTICLE VII

INCORPORATOR

The name and post office address of the incorporator of these Articles of Incorporation is:

James DeLalla

1170 Hillsboro Mile, Suite 101

Hillsboro Beach, Fl 33062

The name and post office address of the President of the corporation who shall hold office for the first ^{year} of existence of the corporation or until her successors are elected or appointed, and qualified is:

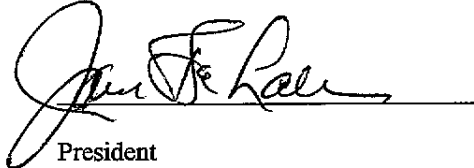
James DeLalla

1170 Hillsboro Mile, Suite 101

President

Hillsboro Beach, Fl 33062

IN WITNESS WHEREOF, we, the undersigned, have made and subscribed these Articles of Incorporation in the City of Delray Beach, Palm Beach County, Florida, for the uses and purposes aforementioned, this 17 day of March, 2001.



President

STATE OF FLORIDA

COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day before the undersigned authority, personally appeared James DeLalla to me known to be the person named in and who subscribed the foregoing Articles of Incorporation, and she severally acknowledges before me that she executed said instrument as her free and voluntary act for the uses and purposes set forth therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official stamp in the State and County Aforesaid this 17 day of March 2001.


notary Public) My commission Expires:
