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LAW OFFICES OF  
**RICHARD J. DAFONTE, P.A.**

1000 Belcher Road South  
Suite 2  
Largo, Florida 33771  
(727) 536-8882  
Fax (727) 536-7739

FILED  
2001 APR 16 AM 10:45  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

April 12, 2001

Corporate Records Bureau  
Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee, FL 32301

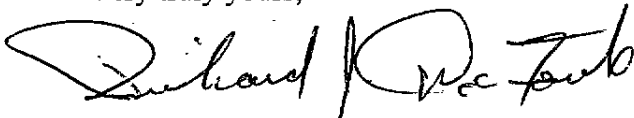
Re: Miller's Stoneworks, Inc.

Gentlemen:

Enclosed please find the Articles of Incorporation with reference to the above corporation, in duplicate, together with a check in the amount of \$70.00 to cover the filing fees.

Please file the original and return to me a certified copy of the same. Thank you.

Very truly yours,

  
Richard J. DaFonte

RJD/kmd

Enclosures

400004012234--  
-04/17/01--01026--004  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

4/18/01

**ARTICLES OF INCORPORATION**  
**OF**  
**MILLER'S STONEWORKS, INC.**

**FILED**

2001 APR 16 AM 10:45

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLE I**

**Name and Location**

1.1. The name of the corporation is **MILLER'S STONEWORKS, INC.** The mailing address of the corporation is 227 Mystic Lake Drive North, St. Petersburg, Florida 33702-6907.

**ARTICLE II**

**Duration**

2.1 This corporation shall have perpetual existence commencing on the date of filing of these Articles of Incorporation with the Department of State of Florida.

**ARTICLE III**

**Purpose**

3.1 This corporation is organized for the purpose of operating a sale and service of granite and marble works products to the public and transacting any and all lawful business.

**ARTICLE IV**

**Capital Stock**

4.1 This corporation is authorized to issue 7500 shares of stock of \$1.00 par value common stock.

**ARTICLE V**

**Preemptive Rights**

5.1 Should the capital stock be increased at any time, the stockholders at the time of such increase shall be entitled to a pro-rata share of such increase upon payment for the shares at the price at which the shares are offered to others.

## **ARTICLE VI**

### **Initial Registered Office and Agent**

6.1 The street address of the initial registered office of this corporation is 1000 Belcher Road South, Suite 2, Largo, Florida 33771 and the name of the initial registered agent of this corporation is RICHARD J. DAFONTE, ESQUIRE.

## **ARTICLE VII**

### **Initial Board of Directors**

7.1 This corporation shall have one (1) director initially.

7.2 The number of directors may be increased or decreased from time to time in accordance with the bylaws, but shall never be less than one (1).

7.3 The name and address of the initial directors of this corporation is:

CHRISTIAN A. MILLER, 227 Mystic Lake Drive North, St. Petersburg, Florida 33702-6907.

## **ARTICLE VIII**

### **Incorporators**

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

CHRISTIAN A. MILLER, 227 Mystic Lake Drive, St. Petersburg, Florida 33702-6907.

## **ARTICLE IX**

### **Indemnification**

9.1 The corporation shall indemnify its officers, directors and authorized agents for all liabilities incurred directly, indirectly or incidentally to services performed for the corporation, to the fullest extent permitted under Florida law existing now or hereinafter enacted.

**ARTICLE X**

**Amendment**

10.1 This corporation reserves the right to amend or repeal any provisions contained in these Articles, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on 10th day of April, 2001.

  
CHRISTIAN A. MILLER  
Incorporator

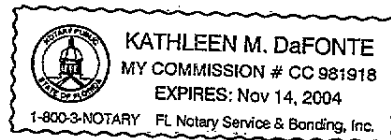
STATE OF FLORIDA )  
COUNTY OF PINELLAS )

BEFORE ME, the undersigned authority, personally appeared CHRISTIAN A. MILLER, who provided his FL. Driver lic. as identification and he acknowledged to me that he executed the same for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me this 10th day of April, 2001.

  
NOTARY PUBLIC

My Commission Expires:



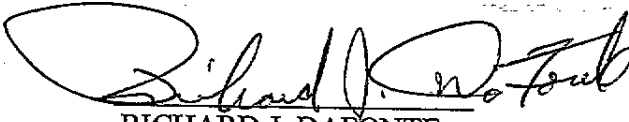
CONSENT OF REGISTERED AGENT

FILED

2001 APR 16 AM 10:45

SECRETARY OF STATE  
TALLAHASSEE FLORIDA


Having been named as Registered Agent for **MILLER'S STONEWORKS, INC.**, at the registered office designated in the Articles of Incorporation, the undersigned hereby accepts the designation of Registered Agent.

  
RICHARD J. DAFONTE

STATE OF FLORIDA     )  
COUNTY OF PINELLAS )

BEFORE ME, the undersigned authority, personally appeared RICHARD J. DAFONTE, to me well known and he acknowledged that he executed the foregoing Consent of Registered Agent for the purposes therein expressed on behalf of the corporation.

SWORN TO AND SUBSCRIBED before me this 10th day of April, 2001.

  
NOTARY PUBLIC  
My Commission Expires:

