

KELLY HAULING
1052 Whitfield Rd.
Freeport, FL 32439
850-835-4058

P01000045554

April 23, 2001

Secretary of State
Corporations Division
P.O. Box 6327
Tallahassee, Florida 32314

300004132133--9
-05/02/01--01060--005
***122.50 ***78.75

Gentlemen:

In re: Kelly Hauling, Inc.

Enclosed is the original and two copies of Articles of Incorporation to be filed for the above referenced corporation together with a check for \$122.50 to cover the cost of filing fees.

If additional information is needed, please advise. Your assistance in this matter is most appreciated.

Sincerely,


David M. Kelly

FILED
01 MAY -2 PM 2:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

G. BULLOCK MAY - 7 2001

6

ARTICLES OF INCORPORATION

FILED

OF

01 MAY -2 PM 2:40

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

KELLY HAULING, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following articles of incorporation:

ARTICLE ONE

The name of the corporation is Kelly Hauling, Inc.

ARTICLE TWO

The duration of the corporation is perpetual.

ARTICLE THREE

The general nature of the business to be transacted by this corporation includes but is not limited to the operation of dump trucks, aggregate hauling and to manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services, of every class, kind and description; except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

To conduct business, have one or more offices in, and buy, hold, mortgage, sell, assign, transfer, or otherwise dispose of, and to invest in real and personal property, including franchises, patents, copyrights, trademarks and licenses, in the State of Florida and in all other states and countries.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers or corporate property, or other instruments to secure the payment of corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock to exercise all the rights, power and privileges of ownership, including the right to vote such stock.

ARTICLE FOUR

The aggregate number of shares which the corporation is authorized to issue is one hundred shares of common stock having the nominal or par value of \$1.00 per share.

ARTICLE FIVE

The street address of the initial registered office and principal office of the corporation is 1052 Whitfield Road, Freeport, Florida 32439, and the name of its initial registered agent, located at said address, is David M. Kelly.

ARTICLE SIX

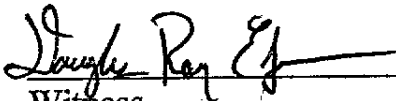
The number of directors constituting the initial Board of Directors of the corporation shall be one. The names and addresses of the persons who shall serve as the initial Board of Directors are David M. Kelly at 1052 Whitfield Road, Freeport, Florida 32439.

ARTICLE SEVEN

The name and address of the incorporator is: David M. Kelly of 1052 Whitfield Road, Freeport, Florida 32439.

Executed by the undersigned at Freeport, Walton County, Florida, this

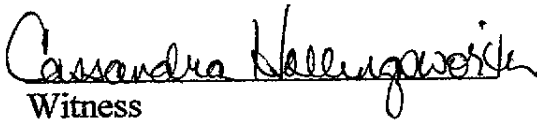
29th day of April, 2001.



Witness



David M. Kelly



Witness

STATE OF FLORIDA
COUNTY OF WALTON

The foregoing Articles of Incorporation were acknowledged before me
this 29th day of April, 2001, by David M. Kelly, who produced Florida
driver's license as identification and who took an oath.



Cassandra Hollingsworth
Commission # CC 993683
Expires Jan. 25, 2005
Bonded Thru
Atlantic Bonding Co., Inc.

Cassandra Hollingsworth
Notary Public
Name: Cassandra Hollingsworth
My commission expires: 1-25-05

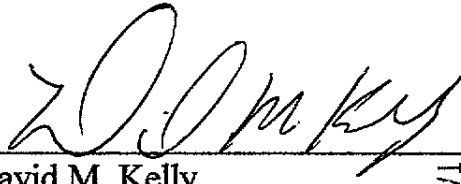
CERTIFICATE DESIGNATING REGISTERED AGENT

In accordance with Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First -- Kelly Hauling, Inc. of Walton County, Florida, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the articles of incorporation at Freeport, Walton County, Florida, has named David M. Kelly, located at 1052 Whitfield Road, Freeport, Florida 32439, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process of the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



David M. Kelly
Registered Agent

01 MAY -2 PM 2:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED