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May 22, 2001

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Articles of Incorporation for Florida Erosion Barriers, Inc.

Dear Sir or Madam,

800004315498--0
-05/24/01--01076--012
*****87.50 *****87.50

Enclosed please find an original and one (1) copy of the Articles of Incorporation for Florida Erosion Barriers, the Certificate of Designation of Registered Agent/Registered office, and an \$87.50 check for the Filing Fee, a Certified Copy, and a Certificate of Status. I appreciate your filing the Articles on behalf of this for-profit corporation.

Thank you in advance for your assistance in this matter.

Sincerely,

GIBBS LAW FIRM, P.A.

Charlotte Cover

Charlotte A. Cover
Admitted in Texas

CAC/wdd

Enclosures: Articles of Incorporation (1 original and one copy)
Certificate of Designation of Registered Agent/Registered office
Filing Fee Check

**Articles of Incorporation
OF
Florida Erosion Barriers, Inc.**

FILED
01 MAY 24 PM 1:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned natural persons of the age of eighteen or more, for the purpose of forming a statutory close corporation pursuant to Chapter 607 and/or 621, F.S. (profit), adopt the following Articles of Incorporation:

Article I

NAME

The name of this corporation shall be FLORIDA EROSION BARRIERS, INC.

Article II

PRINCIPAL OFFICE

The principal place of business/mailling address is 501 County Road 310, Palatka, Florida 32177.

Article III

PURPOSE

The purposes for which the corporation is organized are as follows:

1. To install erosion barriers, construct erosion barrier site preparation, and provide storm water and erosion control and related services.
2. To purchase and own real and personal property, enter into contracts and carry on any activity necessary, appropriate, or incidental to the accomplishment or furtherance of the purpose of this corporation. The Corporation may invest its funds in real estate, mortgages, stocks, bonds and any other type of investments, all in accordance with Florida Statutes, Chapters 607 and 621.
3. To do everything necessary, proper or convenient for the accomplishment of any of the purposes herein set forth, and to do every other act incidental thereto which is not forbidden by the laws of the State of Florida or by the provisions of these Articles of Incorporation.

Article IV

SHARES

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any one time is 100 shares, each share having a par value of \$1.00. Fred Wayne Yarborough and Chanse Everett MacClellan shall each own 50% of said shares. Such shares shall be of a single class of common stock. None of the shares of the Corporation may be issued or transferred to anyone other than members of the immediate families of the original shareholders, which immediate families consists of the original shareholders' spouses, lineal descendants, including adopted children and stepchildren, and the spouse of any lineal descendants, and siblings, unless by unanimous consent of all shareholders.

Article V

INITIAL DIRECTORS

The Corporation shall be managed by a Board of Directors of three (3) Directors. The Directors shall be selected as provided by the bylaws of the Corporation. The name and street address of each person who is to serve as a member of the initial Board of Directors is as follows:

Fred Wayne Yarborough	Route 2 Box 2081	Glen St. Mary, Florida 32040
Chanse Everett MacClellan	489 County Road 310	Palatka, Florida 32177
G. Edward MacClellan	501 County Road 310	Palatka, Florida 32177

Article VI

REGISTERED AGENT

The name and street address of the initial registered agent is Fred Wayne Yarborough, Route 2 Box 2081, Glen St. Mary, Florida 32040.

Article VII

COMMENCEMENT OF CORPORATE EXISTENCE

Corporate existence shall commence immediately upon filing with the Florida Secretary of State.

Article VIII
INDEMNIFICATION

The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law.

Article IX
INCORPORATOR

The name and address of the incorporators of this Corporation are:

NAME

Fred Wayne Yarborough

Chanse Everett MacClellan

ADDRESS

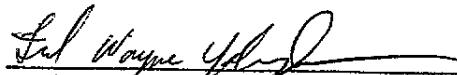
Route 2 Box 2081
Glen St. Mary, Florida 32040

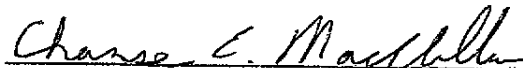
489 County Road 310
Palatka, Florida 32177

Article X
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this the 15th day of May, 2001.


Fred Wayne Yarborough, Incorporator


Chanse Everett MacClellan, Incorporator


G. Edward MacClellan, Incorporator

FILED

01 MAY 24 PM 1:19

SECRETARY OF STATE
TALLAHASSEE, FLORIDA**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

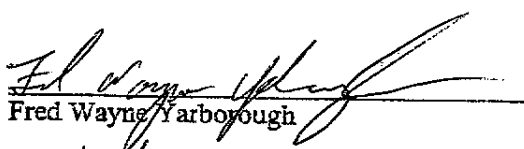
The undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida.

1. The name of the corporation is: **Florida Erosion Barriers, Inc.**

2. The name and address of the registered agent and office is:

Fred Wayne Yarborough
Route 2 Box 2081
Glen St. Mary, Florida 32040

HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I AM FAMILIAR WITH AND ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY.


Fred Wayne Yarborough5/15/01
Date