

PO1000058431

THE LAW OFFICES

OF

JOSE GONZALEZ, P. A.

ATTORNEY AT LAW

6555 NW 36th Street, Suite 221, Miami, Florida 33166

E-Mail: jobgon@aol.com

Tel. 786-265-0996

Fax: 786-265-9368

May 29, 2001

Attention Office of the Director
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

000004383150--2

-06/08/01--01034--001

*****78.50 *****78.50

Re: Giancarlos Trucking, Inc.

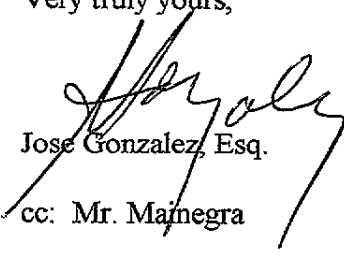
Dear Director:

Here unto attached, please find articles of Incorporation and Certificate of Designation of Resident Agent and Acceptance of Designation. Additionally, I have included a check in the amount of \$78.50, which includes the cost of a certified copy and Letter/Certificate of incorporation. Please file accordingly.

Kindly forward the certified copy and Certificate Letter to my attention.

Thank you for your attention to my request.

Very truly yours,


Jose Gonzalez, Esq.

cc: Mr. Mainegra

Encl.

FILED
01 JUN -8 PM 4: 22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

G. BULLOCK JUN 12 2001

4

ARTICLES OF INCORPORATION

The undersigned acting as subscriber (s) of a corporation under the Florida Corporation Law adopts the following Articles of Incorporation for such Corporation.

Article I

The Name of the Corporation is: Giancarlos Trucking, Inc.

Article II

The purpose for which the corporation is organized is to engage in any activity or business permitted under the Laws of the United States and the State of Florida, including but not limited to trucking landfill and all other construction materials and related business.

Article III

The maximum number of shares which the corporation is authorized to issue and have outstanding at any one time is 100 shares of common stocks, and which common stock shall be \$1.00 (one dollar) value; all stocks is to be issue as fully paid and exempt from assessment.

Article IV

The capital with which the corporation shall begin business is not less than \$500.00 (Five hundred dollars).

Article V

The period of duration of the corporation is perpetual.

Article VI

The initial post office address and principal office of the corporation in the State of Florida shall be at 2635 SW 78 Avenue, Miami, Florida 33155. The Board of Directors may from time to time move the principal office to another address within the State of Florida.

Article VII

The register agent, and the register address of the corporation is: Jorge Luis Justo, 2635 SW 78 Avenue, Miami, Florida 33155.

FILED
JUN -8 PM 4:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article VIII

The number of directors constituting the Initial Board of Directors, consist of not less than one nor more than five.

Article IX

The name and post office address of the members of the first Board of Directors and slate of corporate office are as follows:

Santiago Mainegra, 2635 SW 78 Avenue, Miami, Florida 33155, President/ Treasurer, and Secretary.

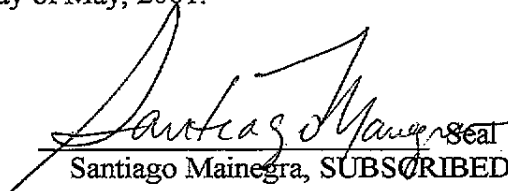
Article X

The name and post office address of the person subscribed to these Articles of Incorporation is Santiago Mainegra, 2635 SW 78 Avenue, Miami, Florida 33155.

Article XI

No stockholder(s) of the corporation shall be permitted to sell or offer for sale his/her shares of the stock in the corporation without first offering said shares for sale to all other stockholders of the cooperation, at their book value. The remaining stockholders of the corporation may purchase all or any part of these shares of stock being offered for sale by other stockholders.

IN WITNESS THEREOF, I the undersigned, have made, subscribed and acknowledge these Articles of Incorporation, this 28th day of May, 2001.


Santiago Mainegra, SUBSCRIBED

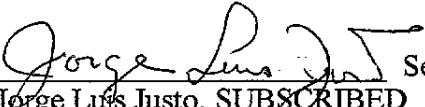
CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN PERSUANCE OF CHAPTER 48.091, Florida Statutes, the following is submitted in compliance with said act.

FIRST, That Giancarlos Trucking, Inc., desiring to organize under the Laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the City of Miami, State of Florida, has named Jorge Luis Justo, located at 2635 SW 78th Avenue, Miami, Florida 33155, as its agent upon whom service may be served.

ACKNOWLEDGEMENT

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

 Seal
Jorge Luis Justo, SUBSCRIBED

FILED
01 JUN -8 PM 4: 22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA