LAW OFFICES

WILLIAMS, SMITH & SUMMERS, P.A.

380 WEST ALFRED STREET
TAVARES, FLORIDA 32778-3298

CHRISTOPHER J. SMITH GARY L. SUMMERS ROBERT Q. WILLIAMS TELEPHONE: (352) 343-6655 FAX (352) 343-4267

Augus 1, 200

Division of Corporations
Department of State

Post Office Box 6327 Tallahassee, Florida 32314 400004524714--1 -08/08/01--01065--026 *****78.75 *****78.75

Re: MDC Contracting, Inc.

Dear Sir or Madam:

Enclosed are the original and one copy of the Articles of Incorporation for **MDC Contracting, Inc.** If the Articles meet with your approval, please file them and return the copy to our office with a stamp showing that it has been filed.

Enclosed is a check to cover the costs of this corporation, which are as follows:

\$35.00 Filing fee

8.75 Certificate of Status

35.00 Registered Agent Designation

\$ 78.75 Total

Thank you for your cooperation in this matter.

Sincerely,

Gary L. Summers

GLS/ab Enclosures

c: Andrew M. Dixon

FILED

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SECRETARY OF STATE
ALLAHASSEE, FINGE

T.S.M.T. AUG 1 3 2001)

ARTICLES OF INCORPORATION

OF

MDC CONTRACTING, INC.

The undersigned incorporator files these Articles of Incorporation in order to form a corporation under the Florida General Corporation Act.

ARTICLE I

NAME, PRINCIPAL OFFICE, AND MAILING ADDRESS

The name of this corporation shall be MDC Contracting, Inc. The mailing address and principal office address of the corporation shall be 12110 S. U.S. Highway 441, Belleview, Florida 34420.

ARTICLE II

DURATION OF THE CORPORATION

The existence of this corporation shall be perpetual.

ARTICLE III

CORPORATE PURPOSE

The corporation is being organized for the transaction of any and altawful business permitted under the Florida General Corporation Act and the laws of the United States.

ARTICLE IV

AUTHORIZED STOCK

The authorized stock of this corporation shall consist of 7,500 shares of common stock with a par value of \$1.00 per share.

ARTICLE V

REGISTERED OFFICE AND REGISTERED AGENT

The name and address of the registered agent and office of this corporation are as follows:

Gary L. Summers, Esquire Williams, Smith & Summers, P.A. 380 West Alfred Street Tayares, Florida 32778

ARTICLE VI

BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may be increased or decreased from time to time by amendment to the bylaws of the corporation, but shall never be less than one. The name and address of the person who shall serve as the initial director are as follows:

Andrew M. Dixon 12110 S. U.S. Highway 441 Belleview, Florida 34420

ARTICLE VII

INCORPORATOR

The name and address of the Incorporator of this corporation are:

Andrew M. Dixon 12110 S. U.S. Highway 441 Belleview, Florida 34420

ARTICLE VIII

PRE-EMPTIVE RIGHTS

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares the shareholder holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares pre-empted within thirty (30) days of receipt of a notice in writing from the corporation, stating the price,

terms and conditions of the issue of shares, and inviting the shareholder to exercise his, her, or its pre-emptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

EXECUTED this 315+ day of July, 2001

Andrew M. Dixon Incorporator

I hereby accept appointment as registered agent of MDC Contracting, Inc., and I am familiar with the requirements of Section 607.0505, Florida Statutes.

Gany L.. Summers

STATE OF FLORIDA COUNTY OF LAKE

The foregoing Articles of Incorporation were acknowledged before me this 31st day of July, 2001, by Andrew M. Dixon as the Incorporator, [2] who is personally known to me or, [2] who has produced _______ as identification.

Printed Notary Signature

Printed Notary Signature My Commission Expires:

> SHERRY D. GILLIS Notary Public, State of Florida My comm. exp. Sept. 30, 2004 Comm. No. CC 968646

[July 17, 2001/W:\WORD2\Corp\MDC Contracting - Articles.wpd]