

P02000046732

YOUNG, VAN ASSENDERP, VARNADOE & ANDERSON, P. A.  
ATTORNEYS AT LAW

REPLY TO:

R. BRUCE ANDERSON  
CLAY C. BROOKER  
TASHA O. BUFORD  
DANIEL H. COX  
TIMOTHY S. FRANKLIN  
DAVID P. HOPSTETTER\*  
C. LAURENCE KEESEY  
KENZA VAN ASSENDERP  
GEORGE L. VARNADOE  
ROY C. YOUNG

\*BOARD CERTIFIED REAL ESTATE LAWYER

OF COUNSEL  
DAVID B. ERWIN  
A.J. JIM SPALLA

Tallahassee

29 April 2002

GALLIE'S HALL  
225 SOUTH ADAMS STREET  
SUITE 200  
POST OFFICE BOX 1833 (ZIP 32302-1833)  
TALLAHASSEE, FLORIDA 32301  
TELEPHONE (850) 222-7206  
TELECOPIER (850) 561-6834  
SUNTRUST BUILDING  
801 LAUREL OAK DRIVE  
SUITE 300  
POST OFFICE BOX 7907 (ZIP 34101-7907)  
NAPLES, FLORIDA 34108  
TELEPHONE (239) 597-2814  
TELECOPIER (239) 597-1060

VIA HAND-DELIVERY

Division of Corporations  
Secretary of State of Florida

To Whom It May Concern:

Attached or enclosed please find a set of articles of incorporation which contain a designation and acceptance of a registered agent and office for Paul's Masonry & Concrete, Inc., along with a check in the amount of \$43.75 to cover the filing fees and for a certificate of status.

Assuming the corporation is approved for filing with your office, could you please date stamp the attached copy of the first page of the articles and call me at the Tallahassee office number listed above to have our runner come over immediately to pick everything up.

Please don't hesitate to call with any questions or concerns.

Sincerely,

Tim Franklin

Enc.

NOVEMBER 20 10 51 AM '02  
DIVISION OF CORPORATIONS  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

900005368359-6  
-04/29/02--01062--026  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Call when  
Ready  
222-7206  
JG  
4/29/02

ARTICLES OF INCORPORATION

of

**Paul's Masonry  
& Concrete, Inc.**

2002 APR 29 PM 2:39

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned, acting as incorporators of a Florida corporation under the Florida Business Corporation Act, chapter 607, Florida Statutes (the "Act"), hereby adopt the following Articles of Incorporation of Paul's Masonry and Concrete, Inc. (these "Articles" and this "corporation"):

**I. NAME.** The legal name of this corporation shall be at all times:

**"Paul's Masonry & Concrete, Inc."**

**II. ADDRESS.** The address of the principal office of this corporation and the mailing address shall be as follows:

Principal/Physical Address:

Lot 21, Indian Trails Subdivision  
Old Town, Florida 32680.

Mailing Address:

P.O. Box 1728  
Old Town, Florida 32680

**III. DURATION.** Until or unless dissolved sooner, the period of duration of this corporation shall be perpetual.

**IV. PURPOSE.** The purpose for which this corporation is organized is to engage in all lawful business activity permitted under the laws of the United States of America and the State of Florida, and specifically to own and operate a concrete and masonry business.

**V. STOCK.** The corporation shall be authorized to issue one hundred (100) shares of common stock, all of one class, with a par value of \$1.00 per

share. In the event there are less than three shareholders, each shareholder, regardless of number of shares held, shall be entitled to one vote on each and every matter in accordance with the Bylaws, as permitted by section 607.0721, Fla. Stat.

**VI. BOARD OF DIRECTORS.** The corporate powers of this corporation shall be vested in a Board of Directors (the "Board").

Consistent with the Act and these Articles, the qualifications and terms of the Board, manner of selection, and the time, place and manner of calling meetings, giving notice of and conducting the meetings, and the number of Directors which shall constitute a quorum at meetings of the Board, shall be prescribed by the Bylaws.

Until such time as an election may be held in accordance with the Act and the Bylaws, the initial members of the Board shall be Charlie L. Revay and Paul D. Revay, and Paul D. Revay shall be its Chair.

**VII. OFFICERS.** This corporation shall have a president, a vice president and a secretary-treasurer who shall be appointed by and serve at the pleasure of the Board. The President, Vice President and Secretary Treasurer, as the Executive Committee, shall manage the conduct and day-to-day affairs of the corporation. The offices of President and Secretary Treasurer may not be filled by the same individual; otherwise, individuals may hold dual offices.

This corporation may have such inferior officers as the Board may in its discretion determine. The duties, qualifications, manner and time of elections and terms of office of all officers of this corporation shall be as prescribed by the Bylaws of the corporation.

**VIII. BYLAWS.** The Board shall adopt (and may periodically amend) a set of Bylaws concurrent with the execution of these Articles, which Bylaws shall control the ownership of, and regulate the conduct of, this corporation, to the extent not inconsistent with the Act.

**IX. REGISTERED OFFICE AND AGENT.** The street address of the initial registered office of this corporation shall be 225 South Adams Street, Suite

200, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address shall be Timothy S. Franklin.

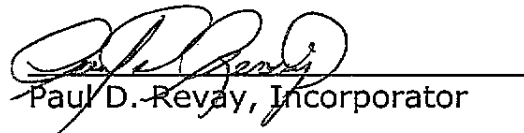
**X. INCORPORATORS.** The names and addresses of the incorporators to these Articles are as follows:

Charlie L. Revay  
Lot 21, Indian Trails Subdv.  
Old Town, Florida 32680

Paul D. Revay  
Lot 21, Indian Trails Subdv.  
Old Town, Florida 32680

**IN WITNESS WHEREOF**, the undersigned incorporators have made, understand and have subscribed to these Articles of Incorporation of Paul's Masonry & Concrete, Inc., at Old Town, Florida, on this 26th day of April, 2002.

  
Charlie L. Revay, Incorporator

  
Paul D. Revay, Incorporator

**ACCEPTANCE OF DESIGNATED REGISTERED AGENT**

TIMOTHY S. FRANKLIN, an individual residing in this state and having a business office identical with the Registered Office of Paul's Masonry & Concrete, Inc., simultaneous with the designation in these Articles, state that I am familiar with the duties and obligations of the position of Registered Agent under section 607.0505, Florida Statutes, and willingly accept registration as same as designated.

  
Timothy S. Franklin, Esq.