

ROLAND E. GIBSON

10110 Mercury Drive, Jacksonville, Florida 32225

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August 31, 2002

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*****78.75 *****78.75

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

Gentlemen:

Enclosed for filing, Articles of Incorporation for Black Gold Asphalt, Inc., together with
filing fees check for \$78.75.

Thank You,



ROLAND GIBSON
10110 MERCURY DRIVE
JACKSONVILLE, FL 32225

RG;sl

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
BLACK GOLD ASPHALT, INC.

The undersigned incorporator hereby executes and acknowledges these Articles of Incorporation for the purpose of forming a Corporation under the Florida General Corporation Act in compliance with Chapter 621, F.S. (Profit)

ARTICLE I, NAME

The Name of the Corporation is: Black Gold Asphalt, Inc.

ARTICLE II, DURATION

The duration of the Corporation is perpetual.

ARTICLE III, PURPOSE

This Corporation is organized for the purpose of transacting any, and all lawful business for which Corporations may be incorporated under the laws of the State of Florida.

ARTICLE IV, CAPITAL STOCK

The aggregate number of shares of Capital Stock authorized to be issued by the Corporation shall be 1,000 shares of common stock with a par value of \$1.00 per share, and 1,000 shares of Preferred stock with no par value.

ARTICLE V, PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any stock or treasury stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rate share thereof (as nearly as may be done without issuance of fractional shares} at the price it is offered to others.

ARTICLE VI, INITIAL REGISTERED OFFICE-PRINCIPAL OFFICE.

The street address of the initial registered Office and the Principal Office of the Corporation is; 10110 Mercury Drive, Jacksonville, Florida 32225

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ARTICLE VII INITIAL REGISTERED AGENT

The name and address of this corporations initial registered agent is; Roland Gibson
10110 Mercury Drive
Jacksonville, Florida 32225

This corporation shall have the right to change such registered office and such registered agent from time to time, as provided by law.

ARTICLE VIII INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one member. Such member to hold office until his successor has been duly elected and qualified. The name and street address of the initial director is: Roland Gibson
10110 Mercury Drive
Jacksonville, Florida 32225

ARTICLE IX INCORPORATOR

The name and street address of the incorporator making these Article of Incorporation is: Roland Gibson
10110 Mercury Drive
Jacksonville, Florida 32225

ARTICLE X TRANSFER OF SHARES

The shareholders may, by agreement, impose any reasonable restraint of transfer or alienation of the shares of Stock of this Corporation.

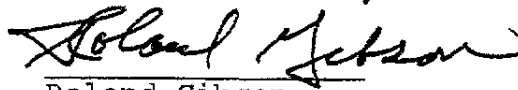
ARTICLE XI, BY LAWS

The power to adopt, alter, amend, or repeal the By-Laws of this corporation shall be vested in the Board of Directors; provided, however, that By-Laws adopted by the Board of Directors may me altered, amended or repealed by the shareholders, and the shareholders may prescribe in any By-law made by them that such By-Law shall not be altered, amended, or repealed by the Board Directors. the By-Laws may contain any provisions for the regulation and management of the affairs of this corporation not inconsistent with law or these Article of Incorporation.

ARTICLE XII AMENDMENT OF ARTICLE OF INCORPORATION

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Article for the uses and purposes therein stated.

A handwritten signature in cursive script, appearing to read "Roland Gibson", is written over a horizontal line.

Roland Gibson,
Incorporator

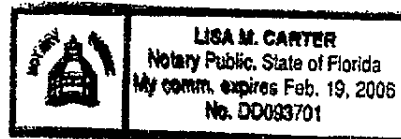
STATE OF FLORIDA

COUNTY OF DUVAL

BEFORE ME, the undersigned authority, on this 9th day of August 2002, personally appeared Roland Gibson, to me well known to be the person described in and who signed the foregoing Articles of Incorporation, and acknowledged to me that he executed the same freely and voluntarily, for the uses and purpose therein expressed.

WITNESS my hand and official seal the date aforesaid.

Lisa M. Carter
Notary Public

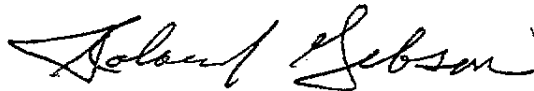


Black Gold Asphalt, Inc.

Acceptance of Service as Registered Agent

The undersigned, Roland Gibson, hereby am familiar with and accept the duties and responsibilities as, REGISTERED AGENT, and to accept service of process for the above named Corporation at the registered office designated in the Articles of Incorporation.

Dated this 30th Day of August 2002.



ROLAND GIBSON
Registered Agent

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TALLAHASSEE, FLORIDA