



Eisenmenger, Berry & Peters, P.A.

Gregory W. Eisenmenger Robert R. Berry Mark S. Peters

The SunTrust Building
8226 N. Wickham Road
Suite 202

Melbourne FL 32940

Phone: (321) 757-5211

Facsimile: (321)757-5215

September 27, 2002

PO2000/07092

Corporate Records Bureau
Division of Corporations
Department of State
409 E. Gaines Street
Tallahassee, FL 32399

700008136297--5
-10/01/02--01067--011
*****78.75 *****78.75

RE: Top Contender Konstruction, Inc.

Dear Sir/Madam:

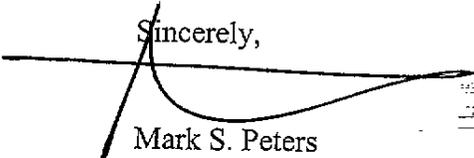
Enclosed is the original and a copy of the proposed Articles of Incorporation for the above-named corporation, a Registered Agent Designation, and a check to your order to cover the following items:

1.	Filing	\$ 35.00
2.	Certified copy of the Articles of Incorporation	8.75
3.	Registered Agent Designation	<u>35.00</u>
	TOTAL	\$ 78.75

FILED
02 OCT -1 AM 10:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Please send us a certified copy of the Articles of Incorporation once filed.

Sincerely,


Mark S. Peters

MSP:lak
Enclosures

Joe Colie

**ARTICLES OF INCORPORATION
OF
TOP CONTENDER KONSTRUCTION, INC.**

FILED
02 OCT - 1 AM 10:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article 1
Name

The name of the corporation is **TOP CONTENDER KONSTRUCTION, INC.**

Article 2
Duration

This duration of this corporation is perpetual. The date and time of commencement is the time these Articles are subscribed and acknowledged if filed with the Department of State of the State of Florida within five (5) days after such date, but if not filed within five (5) days, the time of filing with the Department of State.

Article 3
General Purposes

The general purposes for which this corporation is initially organized are to engage in any or all lawful business for which corporations may be incorporated under Florida law.

Article 4
Shares

The aggregate number of shares of stock which the corporation shall have authority to issue is 100 shares of common voting stock having a par value of \$1.00 per share.

Article 5
Principal Office and Registered Agent

The street address of the principal office of the corporation is 1965 East Phillips Court, Merritt Island, FL 32952. The name of the initial registered agent of the corporation is Mark S. Peters, Esquire, 8226 North Wickham Road, Suite 202, Melbourne, FL 32940.

Article 6
Directors

The number of directors constituting the initial board of directors is two (2), and the name and addresses of the persons who are to serve as members thereof are as follows:

NAME

STREET ADDRESS

Marc G. Kateb
President

1965 East Phillips Court
Merritt Island, FL 32952

Patrick R. Conte
Vice President

205 Arthur Avenue
Cocoa Beach, FL 32920

The number of directors may be changed from time to time by the bylaws.

Article 7
Incorporator

The name and street address of the incorporator and subscriber to 100 shares of the common voting stock of this corporation is as follows:

NAME

STREET ADDRESS

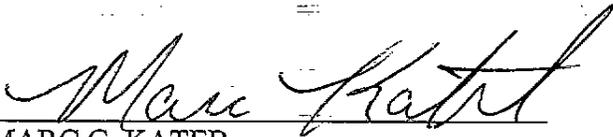
Marc G. Kateb (51%)

1965 East Phillips Court
Merritt Island, FL 32940

Patrick R. Conte (49%)

205 Arthur Avenue
Cocoa Beach, FL 32920

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set her hand and hereby executes the foregoing Articles of Incorporation under the laws of the State of Florida this 27th day of September, 2002.


MARC G. KATEB

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 27 day of September, 2002, by **MARC G. KATEB** who is personally known to me or is produced personally known as identification.


NOTARY PUBLIC
My Commission Expires:

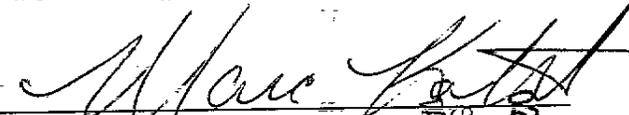


CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT AND STREET ADDRESS FOR SERVICE OF PROCESS

Pursuant to Section 48.091, *Florida Statutes*, TOP CONTENDER KONSTRUCTION, INC., hereby designates Mark S. Peters, Esquire, 8226 North Wickham Road, Suite 202, Melbourne, FL 32940, as its registered agent and the street address of its registered office, respectively, for service of process within the State of Florida.

TOP CONTENDER KONSTRUCTION, INC.

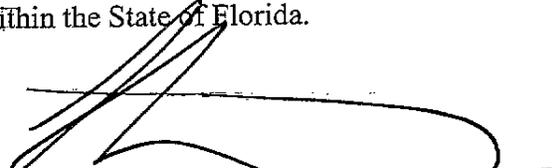
By:


MARC G. KATEB, President

FILED
OCT -1 AM 10:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF DESIGNATION

I hereby accept the foregoing designation as registered agent of TOP CONTENDER KONSTRUCTION, INC., for service of process within the State of Florida.


MARK S. PETERS, ESQUIRE