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HATRSCHE H. TWARD DRAKELEY URBACH

JAMES S. PATTERSON • Director
Direct: 972,701.7024 • Direct Fax: 972,701.8765 • jpatterson@hhdulaw.com

February 28, 2003

Via Federal Express

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

Re: Southeast Stone & Pavers, Inc./Corporate

Our File No.: 6095.0004

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for Southeast Stone & Pavers, Inc. Also enclosed please find a check in the amount of \$70.00 made payable to Florida Department of State.

Please accept these documents for filing and record the same with the Corporation Records of the Secretary of State of Florida.

If you have any questions or comments with respect to the above, or the enclosed documents, please give me a call.

Very truly yours,

HIERSCHE, HAYWARD,

DRAKELEY & URBACH, P.C.

James S. Patterson

JSP:bas Enclosure(s)

cc: Southeast Stone & Pavers, Inc.

Attn: Holly Nicholas

6095.0004/Nicholas/Ltr/Dept. of State.02-28-03

ARTICLES OF INCORPORATION **OF** SOUTHEAST STONE & PAVERS, INC.

I, the undersigned, a natural person of the age of eighteen (18) years or more, a citizen of the State of Texas, acting as incorporator of a corporation in compliance with Chapter 607 of the Florida Business Corporation Act, do hereby adopt the following Articles of Incorporation for such corporation.

ARTICLE I Name

The name of the Corporation is SOUTHEAST STONE & PAVERS, INC.

ARTICLE II **Period of Duration**

The period of duration is perpetual.

ARTICLE III Section 1 - Purposes

The purpose for which the Corporation is organized is the transaction of any and all lawful business for which the Corporation may be incorporated and not prohibited by the Florida Business Corporation Act, as now written or as hereafter amended.

Section 2 - Statutory Powers

Subject to any specific written limitations or restrictions imposed by the Florida Business Corporation Act or by other applicable laws, and solely in the furtherance of and not in addition to the purposes set forth in Section 1 of this Article, the Corporation shall have and exercise all of the powers not inconsistent with these Articles.

ARTICLE IV **Authorized Shares**

The aggregate number of shares which the Corporation shall have the authority to issue is 100,000 shares of Common Stock with one cent (\$0.01) par value per share.

ARTICLE V Section 1 - Address of Initial Registered Office and Name of Initial Registered Agent

The address of the initial registered office of the Corporation is 18209 Collridge Drive, Tampa, FL 33647. The name of the initial registered agent of the Corporation at such address is Gary Collins.

Section 2 - Address of Principal Office

The address of the principal place of business of the Corporation is 18209 Collridge Drive, Tampa, FL 33647.

ARTICLE VI Data on Respective Directors

The number of Directors constituting the initial Board of Directors shall be one (1). The name and address of the persons who are to serve as Directors until the first annual meeting of the shareholders or until their successors are duly elected and qualified are:

<u>Name</u>	Address

Gary Collins

18209 Collridge Drive Tampa, FL 33647

ARTICLE VII Adoption of the Bylaws

The initial Bylaws shall be adopted by the Board of Directors. The Board of Directors shall have the power to alter, amend or repeal the Bylaws of the Corporation and to adopt new Bylaws, subject to repeal or change by action of the shareholders.

ARTICLE VIII Data Respecting Incorporator

The name and address of the Incorporator is as follows:

James S. Patterson, Esq. Hiersche, Hayward, Drakeley & Urbach, P.C. 15303 Dallas Parkway, Suite 700 Addison, Texas 75001

ARTICLE IX <u>Denial of Cumulative Voting</u>

Cumulative voting of shares in the election of Directors or upon any other matter is expressly prohibited. The shareholders entitled to vote for the election of Directors shall be entitled to cast one vote per directorship for each share held, and no more.

ARTICLE X Denial of Pre-Emptive Rights of Shareholders

No shareholder of this Corporation shall have any pre-emptive right to acquire additional, unissued or treasury shares of the Corporation, or any other securities of the Corporation.

ARTICLE XI Indemnification of Directors and Officers

The Corporation shall provide indemnification of directors and officers of the Corporation to the full extent allowable by law, including but not limited to the provisions of the Florida Business Corporation Act, as now written or as hereafter amended.

ARTICLE XII Limitation of Liability

No director of the Corporation shall be liable to the Corporation or any of its shareholders for monetary damages for an act or omission in the director's capacity as a director, provided, however, that the limitation of liability contained in this Article XII shall not eliminate or limit the liability of a director to the extent the director is found liable for an action recited in Section 607.0831 of the Florida Business Corporation Act. This Article XII shall provide limitation of liability for directors of the Corporation to the full extent allowable by law, including but not limited to the provisions of the Florida Business Corporation Act, as now written or as hereafter amended.

ARTICLE XIII Shareholder Consent Election

It is hereby provided that any action required to be taken at any annual or special meeting of shareholders, or any action which may be taken at any annual or special meeting of shareholders, may be taken without a meeting, without prior notice, and without a vote, if a consent or consents, in writing, setting forth the action so taken, shall be signed by the holder or holders of shares having not less than the minimum number of votes that would be necessary to take such action at a meeting at which the holders of all shares entitled to vote on the action were present and voted.

Articles of Incorporation

Page 3

IN WITNESS WHEREOF, I have hereunder set my hand this 23 th day of February, 2003.

James S. Patterson, Incorporator

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Gary Collins

Date: 07/15/03

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