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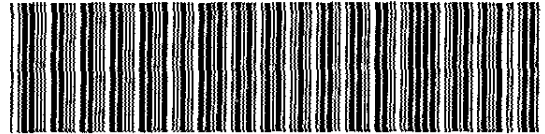
(Business Entity Name)

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June 24, 2003

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

M & I Construction Co.

Ladies and Gentlemen:

Enclosed herein are the original Articles of Incorporation on behalf of the captioned Company. Also enclosed please find a check in the amount of \$87.50, to cover the requisite filing, certified copy and Certificate of Good Standing fees for such filing. Please forward the certified copy of the enclosed Articles of Incorporation along with the Certificate of Good Standing to me in the enclosed prepaid Federal Express envelope. If you have any questions please call me at 561-723-7126 or 561-840-1727.

Sincerely,


Michael Gomberg

Enclosures

5200 North Ocean Drive, Room 1503, Singer Island, Florida 33404

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TALLAHASSEE, FLORIDA
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ARTICLES OF INCORPORATION OF

M & I CONSTRUCTION SERVICES, INC.

ARTICLE I - NAME AND BUSINESS ADDRESS

The name of this Corporation is M & I CONSTRUCTION SERVICES, INC. Its principal office address and business mailing address is 5200 North Ocean Drive, Room 1503, Singer Island, Florida 33404, Attention: Michael Gomberg.

ARTICLE II - DURATION

The Corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any activities or business permitted under the Laws of the United States and Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 10,000 shares of common stock, having a par value of \$.01 per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation shall be 700 South Federal Highway, Boca Raton, Florida 33432, and the initial registered agent of this corporation at such office shall be Irwin J. Block, who upon accepting this designation agrees to comply with the

provisions Chapters 48 and 607, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of 1 member. The number of directors may be increased or decreased from time to time by vote of the Board of Directors, but in no case shall the number of directors be less than one nor more than nine. The name and address of the director constituting the initial Board of Directors is:

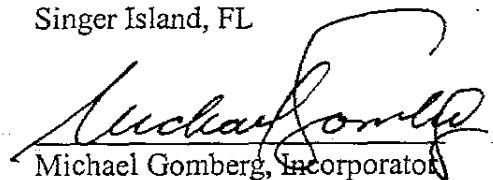
<u>Name</u>	<u>Address</u>
Michael Gomberg	5200 North Ocean Drive Room 1503 Singer Island, FL

ARTICLE VII - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Michael Gomberg	5200 North Ocean Drive Room 1503 Singer Island, FL

Dated: June 24, 2003


Michael Gomberg, Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for **M & I CONSTRUCTION SERVICES, INC.** at the place designated in the Articles of Incorporation, Irwin J. Block, Esq. agrees to act in this capacity and is familiar with, and accepts, the obligations of such position, and agrees to comply with the provisions of Section 48.091, Florida Statutes, relative to keeping open such office.

Dated: June 24, 2003


Irwin J. Block, Esq.

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