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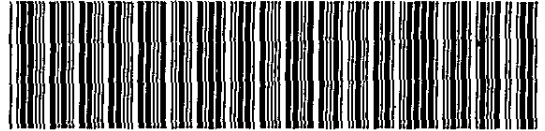
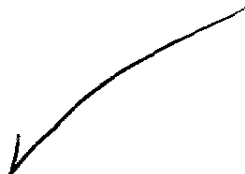
(Business Entity Name)

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LAW OFFICES OF
BENJAMIN "SKIP" MARTIN

1620 MAIN STREET, SUITE 1
SARASOTA, FLORIDA 34236
(941) 951-6166
FAX (941) 951-2076

PLEASE REPLY TO:
SARASOTA, FLORIDA

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BANKRUPTCY LAW
CRIMINAL TRIAL AND APPELLATE PRACTICE
GENERAL PRACTICE

October 28, 2003

State of Florida
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Art & Stone Products, Inc.

Gentlemen:

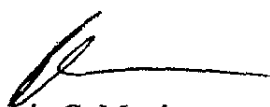
Enclosed is an original and one copy of the Articles of Incorporation for the above company. Please file the original in your offices and certify and return to us one certified copy.

In addition we have enclosed Acceptance of Designation of Registered Agent.

We are also enclosing our check in the amount of \$78.75, covering:

\$35.00	-	Filing fee
35.00	-	Registered Agent Designation
<u>8.75</u>	-	Certified copy
\$78.75		

Sincerely,


Benjamin G. Martin

BGM:mb
Enc.

ARTICLES OF INCORPORATION OF
ART & STONE PRODUCTS, INC.

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following articles of incorporation:

ARTICLE ONE
NAME

The name of the corporation is ART & STONE PRODUCTS, INC.

ARTICLE TWO
PRINCIPAL OFFICE

The street address of the initial principal office of the corporation is 2076 17TH Street, Sarasota, FL 34234.

ARTICLE THREE
CORPORATION DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE FOUR
PURPOSE OR PURPOSES

The general purposes for which the corporation is organized are:

1. To engage in the business of manufacture and sale of concrete and styrofoam products.
2. To transact any other lawful business for which corporations may be incorporated under the Florida Business Corporation Act as now exists or may be hereafter amended.
3. To do such other things as are incidental to the above or necessary or desirable in

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TALLAHASSEE, FLORIDA
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order to accomplish the above.

**ARTICLE FIVE
CAPITALIZATION**

The aggregate number of shares which the corporation is authorized to issue is ten (10). Such shares shall be common stock of a single class, and shall have a par value of \$1.00 per share.

All issued stock shall be held of record by not more than 35 persons. Stock will be issued and transferred only to (i) natural persons, (ii) estates, or (iii) a trust defined in Section 1361(c)(2) (or its successor section) of the Internal Revenue Code. In addition, no stock shall be issued or transferred to a nonresident alien.

**ARTICLE SIX
REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 1620 Main Street, Suite 1, Sarasota, FL 34236, and the name of its initial registered agent at such address, is Benjamin G. Martin.

**ARTICLE SEVEN
DIRECTORS**

The number of directors constituting the corporation's initial board of directors is one. The number of directors may be increased or decreased from time to time by the bylaws; however, there shall never be less than one director or more than five. The name and address of each person who is to serve as a member of the initial board of directors is:

<u>Name</u>	<u>Address</u>
David Graybill,	8103 50 th St. Cir. E., Sarasota, FL 34243

**ARTICLE EIGHT
INCORPORATORS**

The name and address of each incorporator is:

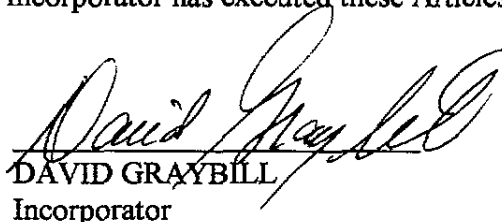
Name Address

David Graybill, 8103 50th St. Cir. E., Sarasota, FL 34243

**ARTICLE NINE
AMENDMENT**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this 24th day of October, 2003.



DAVID GRAYBILL
Incorporator

STATE OF FLORIDA
COUNTY OF SARASOTA

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared DAVID GRAYBILL, to me known to be the person described in and who executed the foregoing instrument and who acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 24th day of October, 2003.




Notary Public
My Commission Expires:

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: ART & STONE PRODUCTS, INC.
2. The name and address of the registered agent and office is:

Benjamin G. Martin, Esq.
1620 Main Street, Suite 1
Sarasota, Florida 34236

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated, this 28th day of October, 2003.



BENJAMIN G. MARTIN

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TALLAHASSEE, FLORIDA