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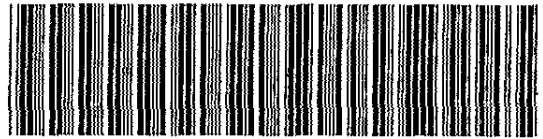
(Business Entity Name)

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Certified Copies _____ Certificates of Status _____

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DIVISION OF CORPORATIONS
03 DEC 26 PM 1:04

1-8-04

O'NEILL & O'NEILL SERVICES, INC.

*ACCOUNTING, TAX RETURNS AND RELATED SERVICES
1009 21ST STREET NORTH P.O. BOX 50975
JACKSONVILLE BEACH, FL 32240-0975
904-249-3100 PHONE
904-249-2111 FAX*

December 24, 2003

FLORIDA SECRETARY OF STATE
DIVISION OF CORPORATIONS
P. O. BOX 6327
TALLAHASSEE, FL 32314

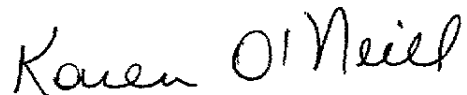
RE: New Filing: BEN DIMILTA, INC.

Enclosed please find the original and one (1) copy of the Articles of Incorporation for the above referenced business, and a check in the amount of \$122.50 payable to the Florida Corporate Division.

Please file the Articles and certify and return the copy to us at your earliest convenience.

We appreciate your assistance in this matter.

Very truly yours,

A handwritten signature in black ink that reads "Karen O'Neill". The signature is written in a cursive, flowing style.

Karen B. O'Neill, AS, AS, BA
President, O'Neill and O'Neill Services, Inc.

/kbo
Enclosures
cc Ben Dimilta

**ARTICLES OF INCORPORATION
of BEN DIMILTA, INC.**

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ARTICLE I - NAME AND LOCATION OF PRINCIPAL OFFICES

The name of this corporation is: BEN DIMILTA, INC., with initial principal offices located at 8524 Boysenberry Lane, Jacksonville, FL 32244.

ARTICLE II - DURATION

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

ARTICLE III - PURPOSE

This corporation is organized for the purpose of the installation of marble or of engaging in any other activity or business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One hundred (100) shares of stock with the par value of One and no one-hundredths dollars (\$1.00) per share, which shall be designated as "Common Shares".

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent of this corporation is: Ann Rodriguez, 490 Thornberry Road, Orange Park, FL 32073.

A Certificate and Acceptance of Designated Registered Agent is attached hereto as Exhibit "A".

ARTICLE VII - TAXING STRUCTURE OF CORPORATION

This corporation elects to become a small business concern under Subchapter "S" of the Internal Revenue Code of 1978.

ARTICLE VIII - CORPORATE DIRECTORS

This corporation shall have one (1) Director constituting the initial Board of Directors, who shall serve in an advisory capacity. The number of directors may be either increased or

ARTICLES OF INCORPORATION
of BEN DIMILTA, INC.

decreased from time to time by the bylaws; however, there shall never be less than one director nor more than five.

The names and addresses of the directors on the initial Board of Directors of the corporation are:

NAME	ADDRESS
Benvenuto Dimilta	8524 Boysenberry Lane Jacksonville, FL 32244

ARTICLE IX - OFFICERS

The officers of the corporation shall be a president vice-president, secretary and treasurer, who shall be appointed or elected by the Board of Directors as shall be prescribed in the bylaws. The name and street address of each of the initial officers is:

NAME	ADDRESS
Benvenuto Dimilta President, Secretary, Treasurer	8524 Boysenberry Lane Jacksonville, FL 32244
Natasha N. Dimilta Vice-President	8524 Boysenberry Lane Jacksonville, FL 32244

ARTICLE X - INCORPORATORS

The name and address of each Incorporator signing these articles:

NAME	ADDRESS
Benvenuto Dimilta	8524 Boysenberry Lane Jacksonville, FL 32244

ARTICLE XI - INDEMNIFICATION


The corporation shall indemnify any Officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLES OF INCORPORATION
of BEN DIMILTA, INC.

ARTICLE XII - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in the 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 the 24th day of December 2003.



SIGNATURE OF INCORPORATOR
BENVENUTO DIMILTA

**ARTICLES OF INCORPORATION
of BEN DIMILTA, INC.**

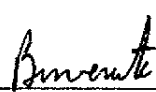

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**CERTIFICATE DESIGNATING REGISTERED AGENT
and PLACE of BUSINESS or DOMICILE for the SERVICE of
PROCESS within FLORIDA, and ACCEPTANCE of AGENT
upon Whom PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

FIRST, that BEN DIMILTA, INC., desiring to qualify under the laws of the State of Florida, with principal offices located at 8524 Boysenberry Lane, Jacksonville, FL 32244, has named Ann Rodriguez of 490 Thornberry Road, Orange Park, FL 32073, as its agent to accept service of process within the State of Florida.

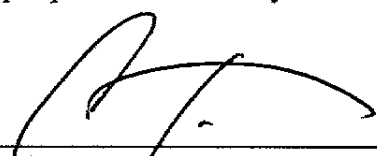
Dated: December 24, 2003

BEN DIMILTA, INC.
BY: BENVENUTO DIMILTA
President/Treasurer

ACCEPTANCE

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.



ANN RODRIGUEZ, Registered Agent for
BEN DIMILTA, INC.

EXHIBIT "A"