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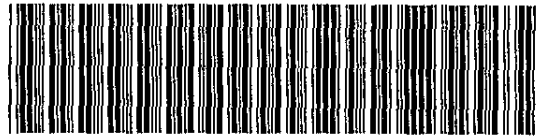
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
RAYBECK CONSTRUCTION, INC.**

The undersigned natural persons of full age, for the purpose of forming a corporation under and pursuant to the provisions of Chapter 607 of Florida Statutes, as amended, adopts the following Articles of Incorporation.

ARTICLE I

The name of this corporation is Raybeck Construction, Inc.

ARTICLE II

This corporation shall have general business purposes and shall have unlimited power to engage in, and to do any lawful act concerning any and all lawful business for which corporations may be organized under F.S. 607, including, but not limited to, the power to: acquire, hold, mortgage, pledge, or dispose of the shares, bonds, securities, and other evidences of indebtedness of any domestic or foreign corporation; carry out said general business purposes in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that such purposes are not forbidden by the laws thereof; and in the case of any state, territory, district, or possession of the United States, or any foreign country, in which one or more of such purposes is forbidden by law, limit in any certificate or application to do business the purposes which the corporation proposes to carry on therein to such as are not forbidden by such law.

ARTICLE III

The duration of this corporation shall be perpetual.

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ARTICLE IV

The location and post office address of its initial registered office in the State of Florida shall be Suite 704, 1470 S. Ocean Blvd., Pampano Beach, FL 33062.

ARTICLE V

The Board of Directors of the corporation is authorized to issue one or more classes or series of stock, to set different rights and/or preferences for each class or series, and to set different par values for each class or series of shares of the corporation as set forth in Minn. Stat., Section 302A.401. Without in any manner limiting the scope of the foregoing grant of authority to the Board of Directors, the corporation is authorized to issue One Hundred (200) shares, \$.001 par value, voting, common stock. No holder of common shares or of any security convertible into, or of any warrant, option, or right to purchase, subscribe for, or other, otherwise acquire shares of any other class or series of the corporation, whether now or hereafter authorized, shall, as such holder, have any preemptive right to purchase, subscribe for, or otherwise acquire shares of any class or series of the corporation, or any security convertible into, or any warrant, option, or right to purchase, subscribe for, or otherwise acquire shares of any class or series of the corporation, whether now or hereafter authorized. Cumulative voting shall not be permitted.

ARTICLE VI

The name and post office address of the incorporator is as follows:

<u>Name</u>	<u>Address</u>
Jeffrey Beckman	Suite 704 1470 S. Ocean Blvd. Pampano Beach, FL 33062

ARTICLE VII

The name and post office address of the members of the first Board of Directors is as follows:

<u>Name</u>	<u>Address</u>
Jeffrey Beckman	Suite 704 1470 S. Ocean Blvd. Pampano Beach, FL 33062

whose term of office shall continue until his/her successor is duly elected and shall have qualified.

ARTICLE VIII

The name and post office address of the registered agent of the corporation is as follows:

<u>Name</u>	<u>Address</u>
Jeffrey Beckman	Suite 704 1470 S. Ocean Blvd. Pampano Beach, FL 33062

ARTICLE IX

The business of this corporation shall be managed by a Board of Directors. The number of directors of the corporation shall be fixed by the vote of the holders of a simple majority of the shares entitled to vote. The directors shall be elected by the shareholders at their regular meetings; provided, however, that directors shall hold their respective offices for the term, if any, specified at the time of election and until their successors are elected and shall have qualified and that vacancies in the Board of Directors may be filled by the remaining members of the Board, though less than a quorum, and each person so elected shall be a director until his successor is elected by the shareholders, who may make such election at their next regular meeting or at any special meeting

called for that purpose, and shall have qualified.

ARTICLE X

To the fullest extent permitted by the Minnesota Business Corporation Act and as provided herein, a director shall not be personally liable to the corporation or its shareholders for monetary damages for breach of fiduciary duty as a director; provided however, that a director may be personally liable to the corporation or to its shareholders, as the case may be:

1. For any breach of the director's duty of loyalty to the corporation or its shareholders;
2. -- For acts or omissions not in good faith or that involve intentional misconduct or a knowing violation of law;
3. For any transaction from which the director derived an improper personal benefit; or
4. -- For any act or omission occurring prior to the date when this Article of the Articles of Incorporation became effective.

If after the adoption of this ARTICLE, the applicable statutes are amended to authorize corporate action further limiting or eliminating the personal liability of directors, then the liability of a director of the corporation shall be eliminated or limited to the fullest extent permitted by the applicable law. If after the adoption of this ARTICLE, the applicable statutes are amended to adversely affect any limitation or elimination of the personal liability of a director of the corporation, any such amendment shall be prospective only and shall not adversely affect any limitation on the personal liability of a director of the corporation for any act or circumstance occurring at or before the time of such amendment. Any repeal or amendment of this ARTICLE by the shareholders of the corporation shall be prospective only and shall not adversely affect any limitation on the personal liability of a director of the corporation for any act or circumstance

occurring at or before the time of such repeal or amendment.

ARTICLE IXI

The Board of Directors of this corporation may accept or reject subscriptions for shares made after incorporation and may grant rights to convert any securities of this corporation into shares or grant options to purchase or subscribe for shares of any class or classes.

ARTICLE XI

The Board of Directors of this corporation may make and alter the Bylaws of the corporation, subject to the power of the shareholders to change or repeal such Bylaws by a vote of the holders of a simple majority of the shares entitled to vote; provided, however, the Board of Directors shall not make or alter any bylaw fixing the number, qualifications, or term of office of directors.

ARTICLE XII

Any action required or permitted to be taken by the Board of Directors of the corporation may be taken by written action signed by that number of directors that would be required to take the same action at a meeting of the board at which all directors were present, except as to those matters requiring shareholder approval, in which case the written action must be signed by all members of the Board of Directors then in office.

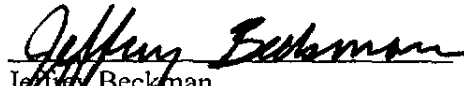
ARTICLE XII

All or any portion of these Articles of Incorporation may be amended solely by the affirmative vote of the holders of a simple majority of the shares entitled to vote.

ARTICLE XIII


The holders of a simple majority of the outstanding common shares may authorize the sale, lease, exchange or other disposition of all, or substantially all, of the corporation's property and assets, including its good will.

IN TESTIMONY WHEREFORE, I have hereunto set my hand this 15th day of November, 2004.


Jeffrey Beckman

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

Dated: November 15, 2004


Jeffrey Beckman
Registered Agent

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