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February 28, 2005

State of Florida
Department of State
Division of Corporations
Attn: New Filings Section
409 E. Gaines Street
Tallahassee, FL ~~32303~~ 32399

Re: Incorporation of Jones Grading Inc.

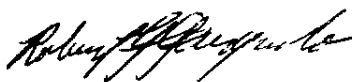
Dear Sir or Madam:

Enclosed is an original and one copy of a certificate of incorporation for filing by your Department. Also enclosed is my check for \$70.00 for filing fees.

Please call me if there is any problem with filing these articles of incorporation. In addition, any correspondence regarding the filing the articles of incorporation should be addressed to the undersigned.

Thank you for your cooperation.

Sincerely,



Robert G. Gargiulo

encl 3

**Articles of Incorporation
of
Jones Grading Inc.**

05 MAR -1 PM 2:51

The undersigned, Incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a Corporation under the Laws of the State Of Florida.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article 1

The name of the Corporation shall be Jones Grading Inc.

Article 2

The principal place of business and mailing address of the Corporation is 6710 36th Avenue East, Lot 211, Palmetto, FL 34221.

Article 3

The maximum number of shares of stock that this Corporation is authorized to have outstanding is one thousand (1,000) shares of one class of stock with no par value.

Article 4

The name and address of the initial registered agent is:

Alan L. Jones
6710 36th Avenue East, Lot 211
Palmetto, Florida 34221

The Board of Directors may from time to time move the office of the registered agent to any other address in the State of Florida.

Article 5

The name and address of the incorporator to these Articles of Incorporation is:

Alan L. Jones
6710 36th Avenue East, Lot 211
Palmetto, Florida 34221

Article 6

The general nature of the business to be transacted by this Corporation is preform rough and finish grading, and other services involving moving sand, soil, and other materials;

to perform related services; and, to engage in any and all other business purposes not prohibited by the Laws of the State of Florida.

Article 7

This Corporation shall initially have two (2) directors. The number of Directors may be increased or diminished from time to time according to the by-laws adopted by the Stockholders, but shall never be less than one (1).

Article 8

The name and address of the members of the initial Board of Directors are:

Alan L. Jones
6710 36th Avenue East, Lot 211
Palmetto, Florida 34221

Keith C. Jones
6710 36th Avenue East, Lot 211
Palmetto, Florida 34221

Article 9

Every amendment must be approved by an seventy five percent vote the Board of Directors, proposed by the Board of Directors to the shareholders, and at a shareholders' meeting approved by a seventy five percent of shareholders entitled to vote thereon unless all Directors and all Shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

Article 10

Each shareholder shall have preemptive rights only in the portion of the shares being issued or sold by the corporation from time to time in the proportion that the number of shares then held by the shareholder bears to the total number of shares then outstanding. Each shareholder shall also have, on an equal basis with other shareholders, preemptive rights on any shares being issued or sold which were not purchased by other shareholders holding preemptive rights.

Article 11

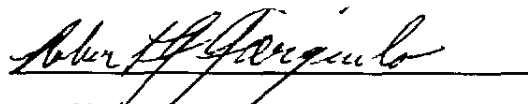
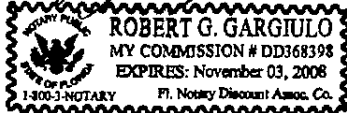
This Corporation elects not to be governed by the provisions of Florida Statute 607.0901 dealing with affiliated transactions.



Alan L. Jones
Incorporator

State of Florida)
County of Manatee)


On the 28th day of February, 2005, before me personally appeared Alan L. Jones, known to me to be the person whose name is subscribed to the within Articles of Incorporation, and acknowledged that he executed the same freely and voluntarily for the purposes therein contained. He is personally known to me or has produced _____ as identification and ~~did~~ (did not) take an oath.

ACCEPTANCE BY REGISTER AGENT

Have been named as registered agent and designated to accept service of process for the above corporation, 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.

Date: 2-28-05


Alan L. Jones