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June 28, 2006

Dept. of State
Division of Corporation
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

RE: All Grading Services, Inc..

To Whom It May Concern:

Enclosed please find a check in the amount of \$78.75 to cover the cost of filing the above corporation and provide a certified copy in the return envelope. If you have any questions, please give me a call.

Sincerely,



LINDA G. TONKS

Paralegal

**ARTICLES OF INCORPORATION
OF
ALL GRADING SERVICES, INC.**

FILED
06 JUN 29 PM 4:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is ALL GRADING SERVICES, INC. The principle office and mailing address is:

**5268 3rd Road
Lake Worth, Florida 33467**

ARTICLE II

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III

The corporation shall have perpetual existence.

ARTICLE IV

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 1,000 shares of \$.01 dollar of voting common stock.

ARTICLE V

The Registered Agent and street address of the initial Registered Office of this corporation in the State of Florida shall be:

**Stuart B. Klein, Esq.
2801 PGA Boulevard, Suite 110
Palm Beach Gardens, Florida 33410**

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI

This corporation shall have one (1) director initially. The number of Directors may be changed from time to time by the By-Laws, but shall not be less than one (1). The name and address of the person who is to serve as members of the initial Board of Directors is:

Mr. Steven R. Messier
5268 3rd. Road
Lake Worth, Florida 33467

ARTICLE VII

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

Steven R. Messier
5268 3rd Road
Lake Worth, Florida 33467

ARTICLE VIII

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by the Board of Directors to the shareholders and approved at a shareholders' meeting by at least a majority of the shareholders entitled to vote, unless all of the directors and all of the shareholders sign a written agreement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on the 19th day of June, 2006.

Steven R. Messier

STEVEN R. MESSIER

STATE OF FLORIDA :

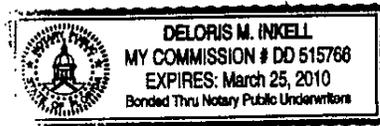
:ss.

COUNTY OF PALM BEACH :

BEFORE ME, a Notary Public, personally appeared STEVEN R. MESSIER, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed these Articles of Incorporation on this 19th day of June, 2006.

Deloris M. Inkell

Notary Public



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That ALL GRADING SERVICES, INC.. desiring to organize under the laws of the State of Florida, with its principal office at the County of Palm Beach, State of Florida, has named Stuart B. Klein, Esq., of 2801 PGA Boulevard, Suite 110, Palm Beach Gardens, Florida 33410 as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-named corporation at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

DATED this 27TH day of JUNE, 2006.


STUART B. KLEIN
Registered Agent

