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Leonard Sussman, P.A.
Attorney at Law

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January 10, 1995
April 17, 1994

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida 32301

200001382492
-01/18/95--01017--018
****122.50 ****122.50

Re: AIZAL CONSTRUCTION, INC.

Gentlemen:


Enclosed are the original and one copy of the Articles of Incorporation for the above named proposed Florida Corporation. Enclosed also is a check in the amount of \$122.50 representing payment of the following:

FILING FEE	\$35.00
CERTIFIED COPY	52.50
REGISTERED AGENT	35.00

Please file the enclosed Articles of Incorporation and return a certified copy of the undersigned.

Thank you for your attention in this matter.

Very truly yours,


Leonard Sussman

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enc.
aizal\incorp.1tr

FILED
95 JAN 17 PM 3:55
DIVISION OF STATE
TALLAHASSEE, FLORIDA

LABORIAN JAN 18 1995

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CERTIFICATE OF INCORPORATION
OF
AIZAL CONSTRUCTION, INC.

FILED
95 JAN 17 PM 3:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, hereby associate ourselves together for the purpose of becoming incorporated under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida providing for the formation, liability, rights, privileges and immunities of corporation.

ARTICLES I

The name of this corporation shall be:

AIZAL CONSTRUCTION, INC.

ARTICLES II

To engage in and carry on a general contracting and construction business, including grading, paving, construction and repairing roads, streets, alleys and sidewalks and buildings, erecting, altering and repairing buildings and any and all classes of construction; to manufacture, buy sell, quarry, process and deal in brick, stone, lumber, cement, sand, rock, asphalt and all related materials and derivatives; to dig, dredge, mine, quarry, manufacture and refine sand, asphalt, limestone and other stones and materials; to manufacture, sell, produce, apply and supply asphalt, asphalt materials and derivatives, and by-products, cutback asphalt bituminous emulsions and similar products used in waterproofing and construction operations; and to manufacture, purchase, own, hold, lease, sell or otherwise dispose of and deal in all necessary machinery, fixtures, plants, shops, buildings,

apparatus, tools and equipment necessary to carry in the business.

To purchase, lease or otherwise acquired, own, hold, sell, mortgage, charge or otherwise dispose of, invest, trade and deal in and with real and personal property of every kind and description.

To do each and everything necessary, suitably or proper for the accomplishment of any of the above purposes.

In addition thereto, any and all the things permitted by law governing corporation as full and to the same extent as natural persons might or could do within or without the continental limits of the United States.

ARTICLE III

The total number of shares of capital stock which may be issued by this corporation shall be FIVE HUNDRED (500) SHARES AT ONE (\$1.00) DOLLAR PAR VALUE.

ARTICLE IV

The amount of capital with which business shall begin is FIVE HUNDRED (\$500.00) DOLLARS

ARTICLE V

The existence of the corporation shall be perpetual.

ARTICLE VI

The principal place of business of the corporation shall be 10030 S.W. 108th Street, Miami, Florida 33176.

ARTICLE VII

The number of Directors can be one and no more than seven (7), and the number to be elected for the first year and until changed by vote of the stockholders at any annual meeting shall be two Director.

ARTICLE VIII

The names and addresses of the Directors and officers who shall serve until their successors are elected are:

ALFONSO CABRARA 10030 S.W. 108TH STREET, MIAMI, FLORIDA

PEPIN AIZCORBE 3025 MARY STREET COCONUT GROVE, FLORIDA

ARTICLE VIII (a)

The street address of the initial registered office of this corporation is 4699 S.W. 72nd Avenue, Miami, Florida 33155 and the name of the initial registered agent of this corporation at that address is LEONARD SUSSMAN

ARTICLE IX

The names and addresses of subscribers and incorporators, with the number of shares which each agrees to take, are:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. OF SHARES</u>
ALFONSO CABRARA	10030 S.W. 108TH ST. MIAMI, FLORIDA	150
PEPIN AIZCORBE	3025 MARY STREET COCONUT GROVE, FLORIDA	150

ARTICLE X

The directors shall have the power to issue stock in payment for property, or labor, or services after and provided the

value of such property, labor or services shall have been determined by resolution of the stockholders.

The Directors shall have power to authorize and cause to be executed mortgage and franchises of this corporation and to borrow money thereon without limit as to amount, provided such action shall have first been authorized by the holders of a majority of the stock entitled to vote.

No Director shall be disqualified by his office from contracting with the company, either as vendor, purchaser or otherwise, nor shall any such contract, nor any contract or arrangement entered into by or on behalf of the company in which any Director shall be in any way interested, be voided, nor shall any Director so contracting, or being interested, be liable to account to the Company for any profit realized in any such contract or arrangement by reason of such Director holding that office or by the fiduciary relationship thereby established; but the nature of the Director's interest must be disclosed by him at the meeting of the Board of Directors at which the contract or arrangement is determined on, if his interest is then existing, or in any other case, at the first meeting of Directors after the acquisition of his interest.

Stockholders shall have the power to elect at any annual or special meeting of a new Board of Directors, and the newly elected Directors shall replace the former Directors when directed by resolution of the stockholders.

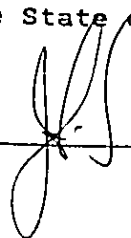
The By-Laws shall determine when and to what extent

the accounts and books of this corporation, or any of them, shall be open to the inspection of the stockholders, and no stockholder shall have any right to inspect any account, or book, or document of this corporation, except as conferred by law or by the By-Laws, or by resolution of the stockholders.

The stockholders and Directors shall have power to hold their meetings and keep the books, documents and papers of the corporation outside the State of Florida, and at such places as may be from time to time designated by the By-Laws or by resolution of the stockholders, except as otherwise required by the Laws of the State of Florida.

This corporation reserves the right to amend, alter, change, or repeal, any provision contained in this Certificate of Incorporation in the manner now or hereafter prescribed by law, and all rights conferred on officers, directors and stockholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned have this 9 day of January 1995 made and subscribed this Certificate of Incorporation for the purpose of forming a corporation pursuant to an Act of Legislature of the State of Florida.



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STATE OF FLORIDA)
) SS.:
COUNTY OF DADE)

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgements, JOSE RAUL ALZCORBE to me well known to be the persons described in and who executed the foregoing instrument, and acknowledged before me that they executed the same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal at Miami, County of

Dade, and State of Florida, this 9th day of January
1995.

Leonard Sussman
Notary Public- State of Florida at Large

My Commission Expires:

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

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In pursuance of Chapter 48.091, Florida Statutes, the
following is submitted, in compliance with said Act:

First-- That AIZAL CONSTRUCTION, INC., A Florida Chapter
desiring to organize under the laws of the State of Florida with
its principal office, as indicated in the articles of incorporation
at City of Miami, County of Dade, State of Florida has named
LEONARD SUSSMAN, P.A.

located AT 4699 S.W. 72ND AVENUE, MIAMI, FLORIDA 33155
(Street address and number of building
Post Office Box address not acceptable)

City of MIAMI, County of Dade State of Florida, as its agent to
accept service of process with this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above
state corporation, at place designated in this certificate, I
hereby accept to act in this capacity, and agree to comply with the
provision of said Act relative to keeping open said office.

By Leonard Sussman
REGISTERED AGENT

FILED
95 JAN 17 PM 3:55
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA