

LAW OFFICES
DAVID V. LOCOCO, P. A.

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Miami, Florida 33178
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February 23, 1995

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
P.O. Box 6327.
Tallahassee, FL 32301

RE: AN-DEL MASONRY, INC.

Dear Sir or Madam:

Enclosed please find a check in the amount of \$122.50 and two (2) original copies of Articles of Incorporation for AN-DEL MASONRY, INC. A self-addressed, pre-paid envelope is enclosed for the return of the recorded Articles of Incorporation.

If there is any additional information needed, please advise, thank you.

Yours very truly,

DAVID V. LOCOCO, P.A.



David V. Lococo

ENCLS.
DVL/lap

DML
3/1/95

FILED
93 FEB 27 PM 12:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

AN-DEL MASONRY, INC.

FILED

95 FEB 27 PM 12:08

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WE, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, providing for the formation of a corporation for profit, with the powers, rights, privileges and immunities hereinafter mentioned, and we make, subscribe and acknowledge and file with the Secretary of the State of Florida these Articles of Incorporation and to that end we do by these Articles set forth:

ARTICLE I

The name of this corporation shall be:

AN-DEL MASONRY, INC.

ARTICLE II

The general nature of the business, objects and purposes proposed to be carried on and transacted, are to do any and all things allowed and permitted to be done by corporations under the Statutes of the State of Florida, and to do any and all things hereinafter mentioned as fully and to the same extent as natural persons might or could do, to wit:

(a) To engage in all forms of construction and masonry work.

(b) To borrow money and contract debts when necessary for the transaction of the business or for the exercise of its corporate rights, privileges or franchises, or for any other lawful purpose of its incorporation; to issue bonds, promissory notes, bills of exchange, debentures and other obligations and evidences of indebtedness payable at a specified time or times, or payable on the happening of a specified event or events, whether secured by mortgage, pledge or otherwise, or unsecured, for money borrowed or in payment for property purchased or acquired, or for any other lawful object;

(c) To guaranty, hold, purchase, sell, assign, pledge, mortgage or otherwise dispose of the shares of capital stock, or any bonds, securities, or evidence of indebtedness created by any other corporation or corporations of this State or any other state or government, and while the owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote thereon;

(d) To do any and all things permitted to be done by corporations under the laws of the State of Florida;

(e) The purposes specified herein shall be construed both as powers and purposes and shall in no wise be limited to or restricted by reference to, or inference from, the terms of any other clause in this or any other Article, but the purposes and powers specified in each of the clauses herein shall be regarded as independent purposes and powers and the enumeration of specific purposes and powers shall not be construed to limit or restrict in any manner the meaning of the general terms of or the general powers of the corporation under the laws of the State of Florida; nor shall the expression of one thing be deemed to exclude another, although it be of like nature, not expressed;

(f) To do all and everything necessary and proper for the accomplishment of the objects enumerated in these Articles of Incorporation, or any amendment thereof, or necessary or incidental to the attainment similar in nature to the objects set forth herein.

ARTICLE III

The maximum number of shares of stock which the corporation is authorized to issue and have outstanding at any time is 100 shares of common stock, which shall have a par value of TEN (\$10.00) DOLLARS per share.

ARTICLE IV

The amount of capital with which this corporation shall begin business is not less than the sum of ONE THOUSAND AND 00/100 (\$1,000.00) DOLLARS.

ARTICLE V

The existence of this corporation shall be perpetual, unless sooner dissolved according to law.

ARTICLE VI

The address of the principal place of business of this corporation shall be 1700 N.E. 133rd Street, Suite 208, North Miami, Florida 33181, and it may have such other places of business as may be necessary or convenient.

ARTICLE VII

The registered agent of the corporation who has been named to accept service of process for the corporation is DAVID V. LOCCO and the street address of the initial registered office of the corporation in the State of Florida is 1700 N.E. 133rd Street, Suite 208, North Miami, Florida 33181.

ARTICLE VIII

The number of directors of this corporation shall be not less than one (1). The name and address of the initial Board of Directors of this corporation is the following:

<u>NAME</u>	<u>ADDRESS</u>
Anthony DelVecchio	1700 N.E. 133rd Street, Suite 208 North Miami, Florida 33181

who shall hold office for the first year of the corporation, or until their successors are elected and have qualified.

ARTICLE IX

The name and address of each incorporator to these Articles of Incorporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Anthony DelVecchio	1700 N.E. 133rd Street, Suite 208 North Miami, Florida 33181

ARTICLE X

The Directors of the corporation, in addition to the powers conferred by the laws of the State of Florida, shall have the powers to make, alter and repeal the By-Laws and to set apart out of any funds of the corporation available for dividends, a reserve or reserves for any proper purpose, and to alter or abolish such reserve.

(a) The corporation shall have a first lien on the shares of its members' stock and upon all dividends due them, for any indebtedness by such members to the corporation;

(b) The private property of the stockholders shall not be subject to the payment of the corporate debts to any extent whatsoever;

(c) The corporation shall have full power and lawful authority to accept property, real, personal or mixed, labor and services, in payment for shares of its capital stock, in lieu of cash, at a just valuation, to be fixed by its Board of Directors;

(d) The shares of capital stock of the corporation, when certificates thereof shall be issued, shall be fully paid and non-assessable;

(e) Shares of capital stock of the corporation shall be transferred only on the books of the corporation by the holders thereof in person, or by their attorney, upon the surrender and cancellation of a certificate or certificates for like number of shares;

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

ARTICLE XI

The corporation may, in the sole discretion of the Board of Directors, indemnify any person who has been or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (other than an action by or in the right of the corporation) by reason of the fact that he is or was a director, officer, employee or agent of the corporation, or is or was serving at the request of the corporation as an officer, director, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit or proceeding if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful. The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he reasonably believed to be in the best interests of the corporation, and with respect to any criminal action or proceeding, shall not, of itself, create a presumption that the person had reasonable cause to believe that his conduct was unlawful.

The corporation shall have power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the corporation, or is or was serving at the request of

the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against liability asserted against him, or liability that may be asserted against him, and incurred by him, or may be incurred by him, in any capacity, or arising out of his status as such, whether or not the corporation would have the power to indemnify him against such liability under the provisions of this Article XI.

For the purposes of this section, references to the "corporation" include also all constituent corporations absorbed in a consolidation or merger, as well as the resulting or surviving corporation, so that any person who is or was a director, officer, employee or agent of such a constituent corporation, or is or was serving at the request of such constituent corporation as a director, officer, employee or agent of another corporation, is under the purview of this Article.

ARTICLE XII

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without the issuance of fractional shares) at the same price at which it is offered to others.

IN WITNESS WHEREOF, we hereunto subscribed our names and affixed our seals at MIAMI, DADE County, State of Florida, on this 23 day of February, 1995.

Anthony J. DelVecchio
ANTHONY DELVECCHIO

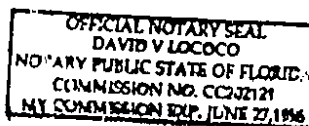
STATE OF FLORIDA:
SS:
COUNTY OF DADE:

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to take oaths and acknowledgments under the laws of the State of Florida, ANTHONY DELVECCHIO, to me known to be the person described in and who executed the foregoing ARTICLES OF INCORPORATION of AN-DEL MASONRY, INC. and he acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal at MIAMI, said County and State last aforesaid, on this 23 day of February, 1995.

David V. Lococo
NOTARY PUBLIC, State of Florida

My Commission Expires:



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

FILED
95 FEB 27 PM 12:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

First, that ANTHONY DELVECCHIO, desiring to organize under the
laws of the State of Florida, with its principal office as indicated in the
Articles of Incorporation at the City of North Miami, County of Dade, State
of Florida, has named DAVID V. LOCOCO located at 1700 N.E. 133rd Street,
Suite 208, City of North Miami, County of Dade, State of Florida, as its
agent to accept service of process within this State.

Anthony J. Delvecchio

ACKNOWLEDGEMENT

(must be signed by designated agent)

Having been named to accept service of process for the above
stated 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: *David V. Lococo*

David V. Lococo, (Resident Agent)