

P 95000025953

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

200001445502
-04/01/95--01010--001
***202.50 ***122.50

SUBJECT: Asphalt Systems Inc
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM: ANDREW J. LAURICIA
Name (printed or typed)

1291 A South Powerline Rd Suite 313
Address

Pompano Beach FL 33069
City, State & Zip

305 970-0380
Daytime Telephone number

4-3-95

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
OF
ASPHALT SYSTEMS, INC.

ARTICLE I
NAME

The name of this corporation is ASPHALT SYSTEMS, INC.

ARTICLE II
DURATION

This corporation shall have perpetual existence, commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III
PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporation may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue 500 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares."

ARTICLE V

PREEMPTIVE RIGHTS

Every shareholder upon sale for cash of any new stock of this corporation, shall have the right to purchase his pro rata share thereof, as nearly as may be done without issuance of fractional shares, at the price at which it is offered to others.

ARTICLE VI

INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial registered/principal office of the corporation is 1291-A South Powerline Pompano Beach, Florida 33069, ^{Sec. 313} and the name of the initial registered agent of this corporation is Andrew J. Laurella.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

This corporation shall have one director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the By-laws. However, there shall never be less than one director or more than five. The names and addresses of the initial Board of Directors of this corporation are:

1. Andrew J. Laurella
1291-A So. Powerline Rd.
Pompano Beach, Fl 33069
South 313

ARTICLE VIII

INCORPORATOR

The name and address of the incorporator signing these articles is Andrew J. Laurella, 1291-A So. Powerline Rd.,
Pompano Beach, Fl 33069

ARTICLE IX
INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE X
AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, by a majority vote of the shareholders.

ARTICLE XI

STOCK TRANSFERS--CORPORATION'S RIGHT OF FIRST REFUSAL

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any of the shares of the corporation without first offering such shares of purchase to the corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholders; shall be sent by registered or certified mail to the corporation at its principal place of business; and shall remain open for acceptance by the corporation for a period of 90 days from the date of mailing. If the corporation fails or refuses within such 90 day period to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of his/her shares as he/she may deem fit. The president of the corporation is authorized to

provision.

Each share Certificate issued by the corporation shall have printed or stamped thereon the following legend: "These shares are held subject to certain transfer restrictions imposed by the Articles of Incorporation of the corporation. A copy of such articles is on file at the principal office of the corporation."

IN WITNESS WHEREOF the undersigned Incorporator has executed these Articles of Incorporation on this 1 day of April, 1995.

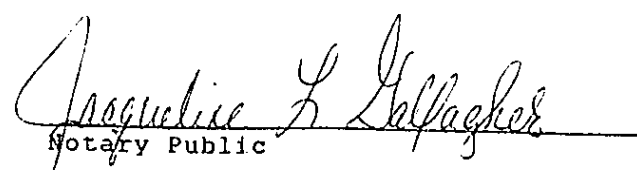


Andrew J. Laurella

STATE OF FLORIDA
COUNTY OF Broward

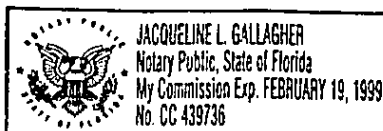
BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Andrew J. Laurella, who is personally known to me, the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set me hand and official seal in the State and County above, this 1 day of April, 1995.



Notary Public

My Commission Expires:

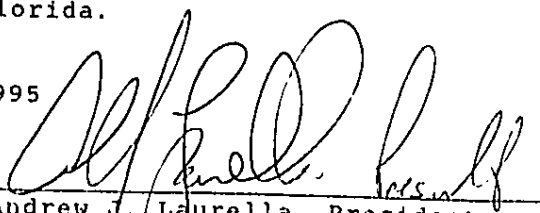


CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA AND ACCEPTANCE OF
AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 607.034, Florida
Statutes, the following is submitted:

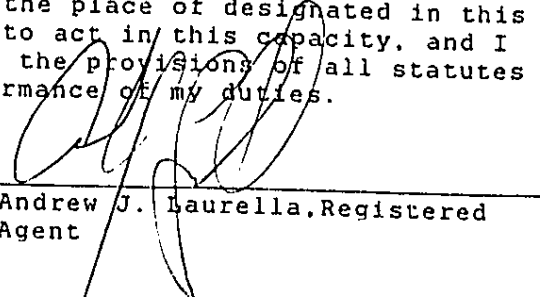
First, that Andrew J. Laurella desiring to organize
Asphlat Systems, Inc. with its principal place of business
located at 1291-A So. Powerline Rd., Pompano Beach, Florida
33069, has named Andrew J. Laurella as its agent to accept
service of process within Florida.

DATED: April 1, 1995



Andrew J. Laurella, President

Having been named to accept service of process for the
above named corporation, at the place of designated in this
Certificate, I hereby agree to act in this capacity, and I
further agree to comply with the provisions of all statutes
relative to the proper performance of my duties.



Andrew J. Laurella, Registered
Agent

~~SAHATI~~
SYSTEMS INC.
P-5000025953

December 11, 1995

TO: All Vendors, Subcontractors and Customers

Dear Sir or Madam,

Please be advised that as of 1/2/96 our new mailing address will be:

2440 N.W. 16th Street
Pompano Beach, FL 33069

Please make a note of this and send all correspondence to our new address.

Thank you and best of wishes in the New Year.

SL
12-15-95