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March 24, 1995

EFFECTIVE DATE
3-28-95

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-03/30/95- 01094-012
***122.50 ***122.50

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

RE: Doctor-Crete (USA), Inc.

NR
same

Gentlemen:

Enclosed please find original and one copy of the Articles of Incorporation for the above-referenced corporation, together with check in the amount of \$122.50.

Please file the original and return a certified copy to the undersigned.

Sincerely,

W. George Allen

WGA/sh
Enc.

FILED
95 MAR 30 PM 3:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

DOCTOR-CRETE (USA), INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation:

EFFECTIVE DATE
3-23-95

ARTICLE I - NAME

The name of this Corporation shall be: Doctor-Crete (USA), Inc.

ARTICLE II - PURPOSE

The general nature of the business to be transacted by this Corporation is:

To engage in the business of concrete repair, licensing concrete technicians, selling franchises for concrete repair and concrete technicians.

To engage in and carry on any business activities permitted under the laws of the United States and the State of Florida and the world.

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchise, patents, copyrights, trademarks, mortgages and licenses in the State of Florida and in all other states and countries.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property or other instruments to secure the payment of corporate indebtedness as

required.

To purchase the corporate assets of any other corporation and engage in the same or other character of business.

To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, deal in and with goods, wares, merchandise, real and personal property, and services, of every class and kind.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is Five Hundred Shares (500) of common stock with a par value of Ten (\$10.00) Dollars per share. The actual consideration to be paid for each share shall be fixed by the Stockholders.

ARTICLE IV - DURATION

This corporation shall have perpetual existence commencing on the date of execution and acknowledgement of these Articles.

ARTICLE V - INITIAL ADDRESS

The post office address of the corporation shall be 305 S. Andrews Avenue, Suite 701, Fort Lauderdale, Fl. 33301. The stockholders may from time to time move the principal office to any other address in the State of Florida. The Registered Agent shall be W. George Allen, and the Registered Agent's office shall be 305 S. Andrews Avenue, Suite 701, Fort Lauderdale, Fl. 33301.

ARTICLE VI - DIRECTORS

This corporation shall have one Director initially. The number of Directors may be either increased or diminished from time

to time by the By-Laws, but shall never be less than one.

ARTICLE VII - INITIAL DIRECTOR

The name and street address of the initial director of this corporation is:

Robert T. O'Keefe, Jr.

2269 S. University Dr.
Suite 122
Ft. Lauderdale, Fl. 33324

ARTICLE VIII - INITIAL SUBSCRIBER

The names and street addresses of the incorporator of these Articles of Incorporation is:

Robert T. O'Keefe, Jr.

2269 S. University Dr.
Suite 122
Ft. Lauderdale, Fl. 33324

ARTICLE IX - MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the shareholders of this corporation.

ARTICLE X - POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE XI - DIRECTORS AND COMPENSATION

The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

ARTICLE XII - LIMITATION ON POWERS OF COMMITTEES

In addition to other limitation, imposed by law, no committee of directors of this corporation shall have or exercise the power

of the Board of Directors to authorize any merger or dissolution.

ARTICLE XIII - DIRECTOR QUORUM AND VOTING

A majority of the directors shall constitute a quorum for a meeting of directors. If a quorum is present, the affirmative vote of a majority of the directors present, shall be the act of the Board of Directors.

ARTICLE XIV - MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in special meetings of the Board of Directors by means of a conference telephone call as provided by law.

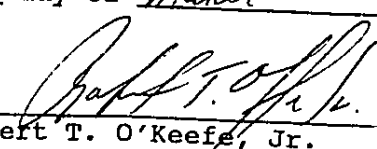
ARTICLE XV - INDEMNIFICATION

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

ARTICLE XVI - RIGHT TO AMEND


This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the subscriber, hereto has affixed hereunto his hand and seal this 23 day of March, 1995.


Robert T. O'Keefe, Jr.

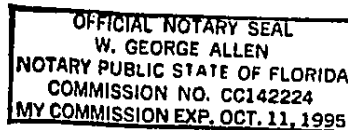
STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, the undersigned authority on this 23 day of
March, 1995 personally appeared Robert T. O'Keefe, Jr.
[X] who is personally known to me or who produced _____
as identification and [X] who did take an oath [] who did not take
an oath, deposes and says that he had read the above and foregoing
Articles of Incorporation, and that all the facts and allegations
contained are true and correct.



Notary Public, State of Florida
W. George Allen
Printed name

My Commission expires:



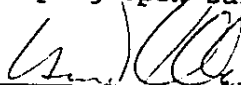
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM SERVICE MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act.

First: That DOCTOR-CRETE (USA), INC. desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at 305 S. Andrews Avenue, Suite 701, Fort Lauderdale, Fl. and W. George Allen, Esq. as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

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 provisions of said Act relative to keeping open said office.


W. George Allen, Esq.
Registered Agent

FILED
95 MAR 30 PM 3:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA