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CARLTON FIELDS

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FROM: CARLTON, FIELDS OF WEST PALM BEACH
222 LAKEVIEW AVE
SUITE 1400
WEST PALM BEACH FL 33401-0000

CONTACT: BETH BAKER
PHONE: (407) 659-7070
FAX: (407) 659-7368

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: SEBITAS MARBLE, INC.

FAX AUDIT NUMBER: H95000005823

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CARLTON FIELDS- DIV OF CORPORATIONS: # 1 / 7

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CARLTON, FIELDS, WARD, EMMANUEL, SMITH & CUTLER, P.A.

ATTORNEYS AT LAW

ONE HARBOR PLACE
P.O. BOX 2230
TAMPA, FL 33601
(813) 222-7000
FAX (813) 226-4133

FOURFIVE TOWER /
P.O. BOX 1171
ORLANDO, FL 32802
(407) 848-0800
FAX (407) 848-8088

HARBORVIEW BUILDING
P.O. BOX 1848
FORT LAUDERDALE, FL 33302
(954) 424-0143
FAX (954) 424-8168

FIRST FLORIDA BANK BUILDING
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TALLAHASSEE, FL 32302
(904) 224-1545
FAX (904) 222-0388

DAWNETT TOWER
P.O. BOX 2061
ST. PETERSBURG, FL 33721
(813) 831-7000
FAX (813) 832-3788

PLEASE REPLY TO: WEST PALM BEACH
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TO: DIVISION OF CORPORATION
COMPANY: FLORIDA, SECRETARY OF STATE
TELEPHONE NO.:
TELECOPIER TEL. NO.:

FROM: LYNDA J. HARRIS

CLIENT/MATTER NO. 35750/75974

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May 24, 1995

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5-24-88 1 1:18PM

CARLTON FIELDS- DIV OF CORPORATIONS: 8/7

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ARTICLES OF INCORPORATION

OF

SEBITAS MARBLE, INC.

FILED
SEBITAS MARBLE, INC.
TALLAHASSEE, FLORIDA
55 MAY 24 PM 4:00

The undersigned subscriber, for the purposes of forming a corporation for profit under Chapter 607 of the laws of the State of Florida, hereby subscribes to, acknowledges and files the following Articles of Incorporation.

ARTICLE I

Name and Address

The name and address of the proposed corporation shall be SEBITAS MARBLE, INC., located at 1275 Rowington Circle, West Palm Beach, Florida 33414.

ARTICLE II

Duration

This corporation shall commence existence on the date of the execution and acknowledgment of these Articles if permitted by law; if not, then on the date of filing. This corporation shall exist perpetually thereafter, unless sooner dissolved according to law.

PREPARED BY:

Lynda J. Harris, Esq.

Florida Bar No. 462144

Carlton, Fields, Ward, Emmamiel,

Smith & Cutler, P.A.

P. O. Box 150

West Palm Beach, Florida 33402

Telephone: (407) 659-7070

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ARTICLE III**Purpose**

This corporation is formed for the following purposes and shall have the following powers:

1. To conduct, carry on, engage in, within or without the United States of America, marble contracting, installation, repair, design or any businesses incidental thereto and shall have such powers as trustee, promoter, incorporator, agent, shareholder, partner, member, associate, manager, and/or licensee, of any corporation, partnership, joint venture trust and/or other enterprise.

2. To do everything necessary, proper, or convenient for the accomplishment of the purposes set forth herein, and to do every other act incidental thereto which is not forbidden under the laws of the United States of America, the State of Florida, or by the provisions of these Articles of Incorporation.

ARTICLE IV**Capital Stock**

This corporation is authorized to issue ten thousand (10,000) shares of One and No/100 Dollars (\$1.00) par value capital stock, which shall be designated as "common shares". The entire voting power for the election of directors and for all other purposes shall be in the holders of outstanding common shares.

All the shares of such common stock shall be paid for in cash, or property, real or personal, tangible, intangible, or the lease thereof, or in labor or services in lieu of cash or property, at a just valuation to be fixed by the Board of Directors of this corporation unless otherwise forbidden by the laws of the State of Florida. The payment thereof does not have to be at the time of issuance, provided such shares are subject to calls thereon by the corporation until such time as the whole consideration therefore shall have been paid.

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5-21-85 : 1:14PM :

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ARTICLE V

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 222 Lakeview Avenue, Suite 1400, West Palm Beach, Florida 33401.

The name of the initial registered agent of this corporation at that address is Lynda J. Harris.

ARTICLE VI

Initial Board of Directors

This corporation shall have at least one director. The number of directors may be either increased or diminished from time to time by amendment to the Bylaws adopted by the stockholders. The name and address of the initial directors of this corporation, who, unless otherwise provided by the Articles of Incorporation or Bylaws, shall hold office for the first year of existence of the corporation or until their successors are elected or appointed and have qualified, are:

Manuel Lopez

1275 Rowagton Circle
West Palm Beach, Florida 33414

Bonnie Lansaw-Lopez

1275 Rowagton Circle
West Palm Beach, Florida 33414

At any time after incorporation, the stockholders may, by a majority vote, determine that the corporation be managed by the stockholders.

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5-24-85 : 1:14PM :

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ARTICLE VII

Subscribers

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

Lynda J. Harris 222 Lakeview Avenue
Suite 1400
West Palm Beach, Florida 33401

ARTICLE VIII

Bylaws

In furtherance and not in limitation of the powers conferred by the laws of the State of Florida and the United States of America, the Board of Directors is expressly authorized to frame and adopt any such Bylaws for the corporation as are not inconsistent with the laws of the State of Florida or the United States of America or these Articles of Incorporation. With the exception of fixing the number of directors of the corporation, the Board of Directors is expressly authorized, without the assent of the stockholders, to add to, delete from or otherwise amend the Bylaws of the corporation.

ARTICLE IX

Indemnification and Limitation of Liability

The corporation shall indemnify any officer or director, or any former officer or director, of the corporation, to the full extent permitted by law. The private property of the stockholders shall not, unless otherwise provided by law, be subject to the payment of the corporate debts to any extent whatsoever. The corporation shall have a first lien on the shares of its stockholders and upon dividends due them for any indebtedness of such stockholders to the corporation.

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ARTICLE X

Working Capital

The Board of Directors shall have the authority to fix any amount which in its discretion need be reserved as working capital of the corporation.

ARTICLE XI

Amendment

The corporation reserves the right to amend, add to, or repeal a provision contained in these Articles of Incorporation in the manner consistent with law and in conformity with the provisions set forth in the Bylaws.

IN WITNESS WHEREOF, the undersigned, being the original subscriber to the capital stock hereinbefore named, for the purpose of forming a corporation for profit to do business both within and without the State of Florida, under the laws of the State of Florida, makes and files these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true this 24th day of May, 1995.


LYNDA J. HARRIS

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of his duties.


LYNDA J. HARRIS