

P95000069742
Michael A. Shapiro

Law Offices

Irwin S. Gorn
Robert Dixon
Of Counsel

September 5, 1995

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

EFFECTIVE DATE
8/30/95

RECEIVED
SEP 12 1995
TALLAHASSEE, FLORIDA

Re: Paul Tolti Construction, Inc.

Gentleperson(s):

Enclosed please find Articles of Incorporation of Paul Tolti Construction, Inc, in duplicate.

Please file the enclosed and return one copy of same to the undersigned at your earliest opportunity.
Our check in the sum of \$122.50 is enclosed as your fee for this service.

Thank you very much for your prompt attention to the foregoing.

Sincerely yours,

Michael A. Shapiro
Michael A. Shapiro

cb

Enclosures
Copy to: Mr. Paul Tolti

FILED
SEP 12 1995
TALLAHASSEE, FLORIDA

SAB
9/11/95

EFFECTIVE DATE
8/30/95

**ARTICLES OF INCORPORATION
OF
PAUL TOLLI CONSTRUCTION, INC.**

FILED
05 SEP -7 PM 2:43

The undersigned does hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is PAUL TOLLI CONSTRUCTION, INC. Principal office is: 228 Lignum Vitae Drive, Key Largo, FL 33037.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of Florida.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of \$1.00 par value common stock, which shall be designated as "Common Shares." All of said stock shall be payable in cash, property (real or personal) or labor or services in lieu thereof at a just valuation to be fixed by the Board of Directors.

ARTICLE IV - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE V - TERM

This corporation shall commence its existence on the date of incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE VI - INCORPORATOR

The name and address of the initial incorporator and subscriber hereto is as follows:

Paul Tolli
228 Lignum Vitae Drive
Key Largo, FL 33037

ARTICLE VII - BOARD OF DIRECTORS

There shall be at least one (1) member of the Board of Directors of the corporation. The names and addresses of the parties which are to serve as director(s) until the next election are as follows:

Paul Tolli
228 Lignum Vitae Drive
Key Largo, FL 33037

The Board of Directors shall serve for a term of one (1) year, and shall be responsible for electing the officers of the corporation. The officers of the corporation shall consist of a President and a Secretary, and such other offices as the

Board of Directors may from time to time determine is appropriate in order to carry out the activities of the corporation.

ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation and name of the initial registered agent of this corporation is:

Paul Tolti
228 Lignum Vitae Drive
Key Largo, FL 33037

ARTICLE IX - OFFICERS

The duties of the officers of the corporation shall be fixed in the By-Laws. Officers shall be elected annually. Officers of the corporation until the next election are as follows:

Paul Tolti - President/Secretary

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 30th day of AUG, 1995.

Paul Tolti
PAUL TOLLI

STATE OF FLORIDA

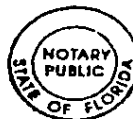
COUNTY OF Monroe

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared PAUL TOLLI, to me known to be the person described in and who executed the foregoing instrument and acknowledged before me that he/she executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 30th day of Aug, 1995

Richard D. Steele
NOTARY PUBLIC-STATE OF FLORIDA

My Commission Expires:



RICHARD D. STEELE
MY COMM EXP. 1-28-96
BONDED BY SERVICE INS CO
NO. CC176790

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above-stated corporation, at the place designated herein, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, to wit: Section 607.034 and 607.037 of the Florida Statutes.

Paul Telli
PAUL TELLI

DATED: Aug 30, 95

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