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LAW OFFICES
GOZA AND HALL, P.A.
3700 U.S. HWY 90 NORTH
SUITE 402, CORPORATE SQUARE
CLEARWATER, FLORIDA 34621
TELEPHONE (813) 766-8000
FAX (813) 766-8000

June 18, 1996

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

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Gentlemen:

Re: U.S. STONE MANAGEMENT-NZ, INC.

Enclosed herewith please find the charter for the above-captioned corporation which we request that you file in your office. Also enclosed is a copy of the same which we request that you certify and return to us.

Our check in the amount of \$122.50 is also enclosed to cover your charges as follows:

Filing Fee	\$35.00
Certified Copy	\$52.50
Registered Agent	<u>\$35.00</u>
	\$122.50

Very truly yours,

Donald R. Hall
Donald R. Hall *(Signature)*

DRH:dk
Enclosures

JUN 21 1996

BSB

FILED
96 JUN 20 PM 2:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

96 JUN 20 PM 2:06

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
U.S. STONE MANAGEMENT-NZ, INC.

Article I - Name

The name of this corporation is U.S. STONE MANAGEMENT-NZ, INC.

Article II - Principal Place of Business

The principal place of business of this corporation is 1460
Chukar Ridge, Palm Harbor, FL 34683.

Article III - Duration

This corporation shall exist for a perpetual period.

Article IV - Purpose

This corporation is organized for the purpose of transacting
any or all lawful business for which corporations may be incor-
porated.

Article V - Capital Stock

This corporation is authorized to issue 1,000 shares of \$1.00
par value common stock.

Article VI - Preferences, Limitations and
Relative Rights of Shares of Capital Stock

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 VII - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 1460 Chukar Ridge, Palm Harbor, FL 34683, and the name of the initial registered agent of this corporation at that address is Steve House.

Registered Agent's Acceptance:

I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said corporation.

By: 
Steve House

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JUN 20 PM 2:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article VIII - Initial Board of Directors

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1). The name and address of the initial director is:

Steve House
1460 Chukar Ridge
Palm Harbor, FL 34683

Article IX - Incorporator

The name and address of the person signing these articles is:

Steve House
1460 Chukar Ridge
Palm Harbor, FL 34683

Article X - Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

Article XI - Powers

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

Article XII - Indemnification

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

Article XIII - Amendment

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

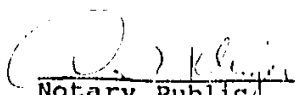
IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation this 18 day of June, 1996.


Steve House, Subscriber

STATE OF FLORIDA
COUNTY OF PINELLAS

Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared STEVE HOUSE, who is personally known to me or who produced a Florida Driver's License as identification, and he acknowledged before me that he executed those articles of incorporation freely and voluntarily.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 18th day of June, 1996.



Notary Public

My Commission Expires:



DAWN E. KLINGER
MY COMMISSION # CC343187 EXPIRES
JANUARY 6, 1998
BONDED TRULY TRUST INSURANCE, INC.