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NAME: PIETER MARTIN CONSTRUCTION, INC.

AUDIT NUMBER.....H96000012308

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.  
CERT. OF STATUS 2

CERT. OF STATUS..0

CERT. COPIES.....1

PAGES..... 6

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ARTICLES OF INCORPORATION  
OF  
WINTER MARTIN CONSTRUCTION, INC.

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ARTICLE I

NAME. The name of this corporation shall be WINTER MARTIN CONSTRUCTION, INC.

ARTICLE II

DURATION. This corporation shall have perpetual existence unless dissolved according to law and its existence shall commence on the date of execution and acknowledgment of these Articles of Incorporation.

ARTICLE III

PURPOSE. This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

CAPITAL STOCK. This corporation is authorized to issue One Thousand (1000) shares of One and No/100 (\$1.00) Dollar par value common stock which shall be designated "common shares".

This Instrument Prepared by:

Thomas F. Pepe, Esquire  
Florida Bar No. 183230  
PEPE & NEMIRE, P.A.  
1500 San Remo Avenue, Suite 220  
Coral Gables, Florida 33146-3047  
(305) 667-2564

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ARTICLE V

INITIAL BOARD OF DIRECTORS. This corporation shall have two (2) directors and the number of directors may be increased or decreased from time to time by the by-laws adopted by the stockholders but shall never be less than one (1). The names and addresses of the initial Board of Directors are:

Pieter C. Swart	-	1825 Ponce de Leon Boulevard Suite 387 Coral Gables, Florida 33134
Martin L. Espinosa	-	7436 Southwest 117th Avenue Suite 154 Miami, Florida 33183

ARTICLE VI

INCORPORATOR. The name and address of the incorporator who is signing these Articles of Incorporation is:

Thomas F. Pepe	-	1500 San Remo Avenue Suite 220 Coral Gables, Florida 33146
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ARTICLE VII

CORPORATE ADDRESS. The initial corporate address of this corporation is 1825 Ponce de Leon Boulevard, Suite 387, Coral Gables, Florida.

ARTICLE VIII

INITIAL REGISTERED OFFICE AND AGENT. The street address of the initial registered office of this corporation is 1500 San Remo Avenue, Suite 220, Coral Gables, Florida 33146; and the name of the initial registered agent of this corporation at that address

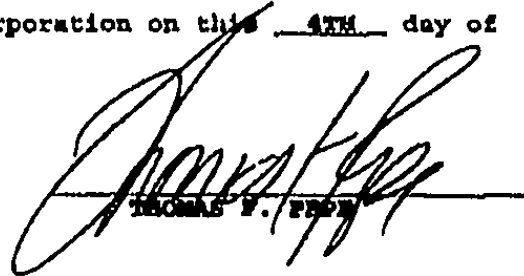
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is THOMAS F. PEPE. The Board of Directors may, from time to time, move the registered office to any other address in the State of Florida.

IN WITNESS WHEREOF, I, the undersigned incorporator, have executed these Articles of Incorporation on this 4TH day of SEPTEMBER, 1996.

  
THOMAS F. PEPE

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**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

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PURSUANT TO THE PROVISIONS OF §607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

**PINTER MARTIN CONSTRUCTION, INC.**

2. The name and address of the registered agent and office is:

Thomas F. Pope - 1500 San Remo Avenue  
Suite 220  
Coral Gables, Florida 33146

Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

  
THOMAS F. POPE

DATED: 09/04/96

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