

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607
904-222-9171
TAX

800-342-8086

P96000084778



PRINCETON HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 119205 4311473

AUTHORIZATION :

Patricia Pujate

COST LIMIT : \$ 122.50

ORDER DATE : October 14, 1996

ORDER TIME : 10:58 AM

ORDER NO. : 119205-005

CUSTOMER NO: 4311473

CUSTOMER: Cori Franco, Esq
STEARNS WEAVER MILLER WEISSLER
ALHADEFF & SITTERSON, P.A.
Museum Tower, Suite 2200
150 West Flagler Street
Miami, FL 33130

DOMESTIC FILING

NAME: CBM ACQUISITION CORP.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michael E. Klunk

EXAMINER'S INITIALS:

FILED
96 OCT 14 AM 8:38
SECRETARY OF STATE
TALLAHASSEE, FL 32301

RECEIVED
96 OCT 14 PM 4:26
DIVISION OF CORPORATION

KR
10.15.96

ARTICLES OF INCORPORATION
OF
CBM ACQUISITION CORP.

FILED
96 OCT 14 AM 8:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of Florida Statute Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I - NAME

The name of this corporation is CBM Acquisition Corp.

ARTICLE II - ADDRESS

The street address of the principal office of this corporation is 659 N. Biscayne River Drive, Miami, Florida 33169.

ARTICLE III - CAPITAL STOCK

The maximum number of shares which this corporation shall have authority to issue is Ten Thousand (10,000) shares of common stock, all of which are to have a par value of One Cent (\$.01) per share.

ARTICLE IV - INITIAL REGISTERED

OFFICE AND AGENT

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

Name

Address

Stuart D. Ames

150 West Flagler Street
Suite 2200
Miami, Florida 33130

ARTICLE V - INITIAL
BOARD OF DIRECTORS

The initial Board of Directors of this corporation shall be comprised of two persons. The number of directors may be either increased or decreased from time to time as provided for in the Bylaws of this corporation, but shall never be less than one. The names and addresses of the members of the initial Board of Directors of this corporation are:

Name

Address

Raymond P. Sullivan

659 N. Biscayne River Drive
Miami, Florida 33169

Matthew R. Sullivan

659 N. Biscayne River Drive
Miami, Florida 33169

ARTICLE VI - INCORPORATOR

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

Name

Address

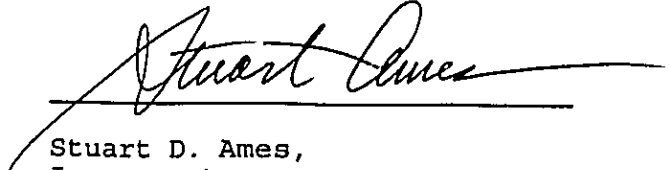
Stuart D. Ames

150 West Flagler Street
Suite 2200
Miami, Florida 33130

ARTICLE VII - BYLAWS

The power to alter, amend or repeal the Bylaws shall be vested in each of the Board of Directors and the shareholders of this corporation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 11th day of October, 1996.



Stuart D. Ames,
Incorporator

ACCEPTANCE OF APPOINTMENT

OF

REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0501 of the Florida Statutes.


Stuart D. Ames,
Registered Agent

I:\W-AGT\07513\007\ART.1

FILED
96 OCT 14 AM 8:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1201 HAYS STREET
TALLAHASSEE, FL 32301-6000
(904) 222-1171
(904) 222-1171

P960000084778



ACCOUNT NO. : 072100000032

REFERENCE : 136114 4311473

AUTHORIZATION : 1 Patricia Puyet

COST LIMIT : \$ 87.50

ORDER DATE : October 29, 1996

ORDER TIME : 10:59 AM

ORDER NO. : 136114-010

700001989247--3

CUSTOMER NO: 4311473

CUSTOMER: Marcia Cox, Legal Assistant
Stearns Weaver Miller Weissler
Museum Tower, Suite 2200
150 West Flagler Street
Miami, FL 33130

DOMESTIC AMENDMENT FILING

NAME: CBM ACQUISITION CORP.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michael E. Klunk

EXAMINER'S INITIALS:

NAME
Change
10/30/96
PC

FILED
96 OCT 29 PM 3:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 OCT 29 PM 3:57
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

October 29, 1996

CSC NETWORKS
MICHAEL E. KLUNK
TALLAHASSEE, FL

SUBJECT: CBM ACQUISITION CORP.
Ref. Number: P96000084778

RECEIVED
96 OCT 30 PM 2:53
DIVISION OF CORPORATION
RESUBMIT
Please give original
submission date as file date

We have received your document for CBM ACQUISITION CORP. and the authorization to debit your account in the amount of \$87.50. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6906.

Darlene Connell
Corporate Specialist

Letter Number: 296A00049859

RECEIVED
96 OCT 30 PM 9:15
DIVISION OF CORPORATION

ARTICLES OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
CBM ACQUISITION CORP.

FILED
96 OCT 29 PM 3:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Articles of Incorporation of CBM Acquisition Corp., a Florida corporation (the "Corporation"), are hereby amended pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act as follows:

FIRST: Article I shall be deleted in its entirety and amended to read as follows:

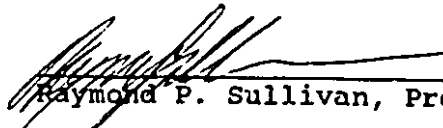
"ARTICLE I

The name of this corporation is Coastal Building Maintenance, Inc."

SECOND: The foregoing amendment was adopted on October 24, 1996.

THIRD: The foregoing amendment was approved by the shareholders of the Corporation and the number of votes cast for the amendment by the shareholders was sufficient for approval.

IN WITNESS WHEREOF, the Corporation has caused these articles to be executed by Raymond P. Sullivan, its President, this 24th day of October, 1996.


Raymond P. Sullivan, President