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TRANSMITTAL LETTER

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

100002069681--0
-0128297-01041-010
*****70.00 *****70.00

Subject: Miami Brick Paving, Inc.
(proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the Articles of
Incorporation and a check for: \$70.00 Filing Fee

FROM: Scott A. Mersky, Esq.
19 West Flagler Street, Suite 503
Miami, Florida 33130
(305) 358-5297

FILED
97 JAN 27 AM 11:49
SECRET
TALLAHASSEE, FLORIDA

NOTE: The original and one copy of the Articles are
enclosed.

KL
1-31-97

ARTICLES OF INCORPORATION

OF

The undersigned, for the purpose of forming a corporation, pursuant to the laws of the State of Florida, hereby makes, subscribes, acknowledges and files the following Articles of Incorporation.

97 JAN 27 AM 11:49
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SECRET
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of this corporation is:

Miami Brick Paving, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

**9321 SW 154th Place
Miami, Florida 33196**

ARTICLE III

The general nature of the business to be transacted by this corporation is: That this corporation intends to engage in any activity or business permitted under the laws of the United States and State of Florida, for example: Travel and convention services; except it is not to conduct a bank, safe deposit, trust insurance surety, express, railroad, canal, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society,

state fair or exposition; to do all and everything necessary and proper for the accomplishment of the objects enumerated in its certificate of incorporation or necessary or incidental to the benefit and protection of the corporation, and to carry on any lawful business necessary or incidental to the attainment of the objects of the corporation whether or not such business is similar in nature to the objects enumerated in its certificate of incorporation.

ARTICLE IV

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: One Hundred (100) shares of common stock at no (00/100) par value.

ARTICLE V

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

Scott A. Mersky, Esq.
The Biscayne Building
19 West Flagler Street
Suite 503
Miami, Florida 33130

ARTICLE VI

This corporation is to exit perpetually, unless otherwise dissolved according to law.

ARTICLE VII

The name and address of the directors, Officers, and
Subscribers of this Corporation are:

Gloria D. Martinez
President/Director
9321 SW 154 Place
Miami, Florida 33196

ARTICLE VIII

This Corporation shall have one(1) director initially. The
number of directors may be increased from time to time, by-laws
adopted by the stockholders, but shall never be less than one(1).

ARTICLE IX

~~These~~ Articles of Incorporation may be amended in the manner
provided by the law. Every amendment shall be approved by the
directors, proposed by the stockholders and approved at a
stockholder's meeting by a majority of the stockholders entitled
to vote thereon.

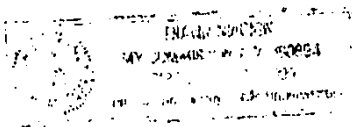
THE UNDERSIGNED hereby declares and certifies that the facts herein stated are true and accordingly, this 22nd day of January, 1997.

Scott S. Marsh

STATE OF FLORIDA:
SS:
COUNTY OF DADE:

THE FOREGOING instrument was acknowledge before me this 22
_____ day of January, 1997.

Diana Mackin
NOTARY PUBLIC, State of Florida
at Large.



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

Pursuant to the provisions of section 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.

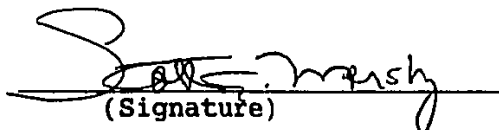
1. The name of the corporation is: **Miami Brick Paving, Inc.**
2. The name and address of the registered agent and office is:

Scott A. Mersky, Esq.
(Name)

19 West Flagler Street, Suite 503
(P.O. Box or Mail Drop NOT acceptable)

Miami, Florida 33130
(City, State and Zip)

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 obligations of my position as registered agent.


(Signature)

1/23/97
(Date)

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

FILED
97 JAN 27 AM 11:49
TALLAHASSEE, FLORIDA