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TO: DIVISION OF CORPORATIONS

FAX #: (904) 922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305) 541-3694

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Road Enterprises, Inc.

NAME: STIRLING CONSTRUCTION, INC.

AUDIT NUMBER.....H97000004320

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 5

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3/19/97*



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

March 14, 1997

EMPIRE

SUBJECT: STIRLING CONSTRUCTION, INC.
REF: W97000005974

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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.

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CONFLICTS WITH STERLING CONSTRUCTION, INC., P96000035193, FILED 04/22/96, PLANT CITY, FL

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Dana Calloway
Document Specialist

FAX Aud. #: H97000004320
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ARTICLES OF INCORPORATION

OF

STIRLING ROAD ENTERPRISES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I- NAME

The name of this corporation is STIRLING ROAD ENTERPRISES, INC.

ARTICLE II- DURATION

This corporation shall have perpetual existence.

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 (1,000) shares of Five Dollar (\$5.00) par value common stock.

ARTICLE V - 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 VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he

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Florida Bar # 149153
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already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VII - REGISTERED OFFICE AND AGENT
AND PRINCIPAL PLACE OF BUSINESS**

The street address of the corporation's registered office is 12361 N.W. 26th Street, Plantation, Florida 33323 and the name of the registered agent of this corporation at said address is: JEREL M. MILLER. The principal place of business of the corporation is: 12361 Northwest 26th Street, Plantation, Florida 33323.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by the Bylaws, but shall never be less than one. The name and address of the initial director of this corporation is as follows:

JEREL M. MILLER
12361 N. W. 26th Street
Plantation, Florida 33323

ARTICLE IX - INCORPORATOR

The name and address of the persons signing these Articles is:

JEREL M. MILLER
123614 N. W. 26th Street
Plantation, Florida 33323

ARTICLE X - 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.

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IN WITNESS WHEREOF, the undersigned has executed these Articles of
Incorporation on this 18 day of March, 1997

Jerel M. Miller
JEREL M. MILLER

STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 18 of
March, 1997, by Jerel M. Miller who is personally known to me.

Barbara Ann Meyer
PRINTED NAME:

My Commission Expires:

P:\... \SECRET\OUTLINE\COMP - EXPIRES




Barbara Ann Meyer
MY COMMISSION # 06877336 EXPIRES
October 9, 2000
BONDED THROUGH TROY FARM INSURANCE, INC.

H97000004320


**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESE MAY BE SERVED**

In pursuance of Chapter 607.34, Florida Statutes, the following is submitted in compliance with said Act:

That STIRLING ROAD ENTERPRISES, INC. desiring to organize or qualify under the Laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in the City of Plantation, County of Broward, State of Florida, has named JEREL M. MILLER located at 12361 N.W. 26th Street, Plantation, FL 33323, County of Broward, State of Florida, as its agent to accept service of process within this state.


JEREL M. MILLER, Subscriber
Date: March 18, 1997

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


JEREL M. MILLER, Registered Agent
Date: March 18, 1997

Ronald E. Shnider, Esq.
FL BAR NO: 149153
ALTMAN & SHNIDER, P.A.
7770 W. Oakland Park Blvd., #100
Sunrise, FL 33351

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