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FLORIDA DIVISION OF CORPORATIONS

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FROM: COONEY, WARD, LESHER & DAMON, P.A.  
072262000447

ACCT#:

CONTACT: STEVEN E KELLY  
PHONE: (407) 689-8111  
(407) 689-9303

FAX #:

NAME: TOP NOTCH CONCRETE, INC.

AUDIT NUMBER.....H97000006043

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

CERT. OF STATUS..0

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AL APR 14 1997

ARTICLES OF INCORPORATION  
OF  
TOP NOTCH CONCRETE, INC.

THE UNDERSIGNED, acting as incorporator of a Corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such Corporation:

ARTICLE I - NAME

The name of this Corporation is: TOP NOTCH CONCRETE, INC.

ARTICLE II - DURATION

The duration of this Corporation is perpetual.

ARTICLE III - PURPOSE

The purpose for which this Corporation is organized is to engage in any lawful act or activities for which concrete corporations may be organized under the laws of the State of Florida.

ARTICLE IV - MAILING ADDRESS OF CORPORATION

The mailing address and principal place of business of this Corporation is: 15239 87th Street North, Loxahatchee, Florida 33470.

Prepared by: Conrad Damon, Esq.  
Cooney, Ward, Leshner & Damon, P.A.  
1555 Palm Beach Lakes Blvd., #1000  
West Palm Beach, FL 33401  
(561) 689-8111/F: 689-9303  
FLA BAR NO.: 272434

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ARTICLE V - STOCK

The aggregate number of shares which this Corporation shall have authority to issue is 5,000 shares of common voting stock.

ARTICLE VI - SHAREHOLDER RIGHTS

Shareholders of the Corporation shall have preemptive rights to acquire their pro rata share of stock of the Corporation for all issues of any class of stock of the Corporation, no matter when authorized, and for whatever consideration is contemplated to be received by the Corporation, including but not limited to cash, other property, services, the acquisition of other corporations' shares or property through merger or the extinguishment of debts. Preemptive rights shall also apply to the reissuance of all redeemed or otherwise acquired shares, including the reissuance of treasury shares.

This Article VI pertaining to preemptive rights may not be amended or deleted without the unanimous vote of the Shareholders of each affected class, and no issuance of stock of the Corporation shall take place unless the price at which the stock is to be issued shall be approved by a majority of the Shareholders of the Corporation.

ARTICLE VII - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of this Corporation's initial registered

office in Florida is 15239 87th Street North, Loxahatchee, Florida 33470, and the name of its initial registered agent at that address is JAMES L. FLANIGAN.

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator is:

Name	Address
James L. Flanagan	15239 87th Street North Loxahatchee, Florida 33470

DATED this 14 day of April, 1997.

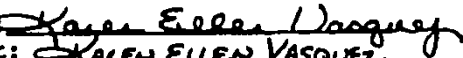
  
JAMES L. FLANAGAN Incorporator

STATE OF FLORIDA           )  
                                  ) ss:  
COUNTY OF PALM BEACH    )

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared JAMES L. FLANAGAN, to me known to be the person described in and who executed the foregoing instrument and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 14 day of April, 1997.

Notary Public

Sign:   
Print: KAREN ELLEN VASQUEZ  
State of Florida at Large  
My Commission Expires:



KAREN ELLEN VASQUEZ  
MY COMMISSION # CC579850 EXPIRES  
May 18, 1998  
BONDED THROUGH TROY PAIR INSURANCE, INC.

CERTIFICATE DESIGNATING PLACE OF  
BUSINESS OR DOMICILE FOR THE SERVICE  
OF PROCESS WITHIN THIS STATE NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED

ACKNOWLEDGMENT:

Having been named to accept service of process for TOP NOTCH  
CONCRETE, INC., at the initial registered office of the Corporation  
in this State designated in its Articles of Incorporation, I hereby  
accept to act in this capacity and agree to comply with the  
provisions of Section 607.0505 Florida Statutes.

Date: April \_\_\_\_, 1997.

By:

  
JAMES L. FLANAGAN

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