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P.O. Box 7128/Naples, FL 34101  
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Attorneys at Law  
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JEFFREY C. QUINN  
KAREN S. BEAVIN

Law Offices  
Sparkman, Quinn, P.A.

April 15, 1997

Corporate Records Bureau  
Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, Florida 32314

FILED  
97 APR 18 PM 12:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Re: GENERAL CONTRACTING SYSTEMS, INC.

Dear Sir:

In reference to the above, please find enclosed the following:

1. Articles of Incorporation of GENERAL CONTRACTING SYSTEMS, INC.

2. Designation of Registered Agent.

3. Check in the amount of \$122.50 covering the following:

a. Filing Fee	\$ 35.00
b. Registered Agent Fee	\$ 35.00
c. Certified Copy	\$ 52.50

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-04/18/97--01045--005  
\*\*\*\*122.50 \*\*\*\*122.50

Please file the original, certify the copy, and return same to this office.

Sincerely,

  
RICHARD D. SPARKMAN

RDS/tl

Enclosures as stated

PH  
4/21/97

ARTICLES OF INCORPORATION

FILED

OF

97 APR 18 PM 12:43

GENERAL CONTRACTING SYSTEMS, INC.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscribers, natural persons competent to contract, hereby present these Articles of Incorporation for the formation of a corporation under the laws of the State of Florida.

ARTICLE ONE

NAME

The name of this corporation is GENERAL CONTRACTING SYSTEMS, INC.

ARTICLE TWO

DURATION

The duration of this corporation shall be perpetual.

ARTICLE THREE

PURPOSE

The purpose of this corporation is the transaction of any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE FOUR

STOCK

The corporation shall have authority to issue 7,500 shares of common stock consisting of one class only. The stock shall have a par value of \$1.00 per share.

ARTICLE FIVE

SUBSCRIBERS

The names and street addresses of the subscribers of the initial issue of stock under these Articles of Incorporation are

Douglas Carter, 5337 Jennings Street, Naples, Florida 34113 and Michael P. Gibbs, 5115 Hemingway Circle, Apt. 3605, Naples, Florida 34116.

#### ARTICLE SIX

##### REGISTERED OFFICE AND REGISTERED AGENT

The street address of the registered office shall be 307 Airport Pulling Road North, Naples, Florida 34104. The name of the initial registered agent at such address shall be Richard D. Sparkman.

#### ARTICLE SEVEN

##### CORPORATION'S PRINCIPAL OFFICE

The corporation's principal address is 5337 Jennings Street, Naples, Florida 34113.

#### ARTICLE EIGHT

##### MANAGEMENT

The corporation shall be managed by the shareholders of the corporation instead of a Board of Directors.

#### ARTICLE NINE

##### INCORPORATORS

The names and addresses of the Incorporators are Douglas Carter, 5337 Jennings Street, Naples, Florida 34113 and Michael P. Gibbs, 5115 Hemingway Circle, Apt. 3605, Naples, Florida 34116.

#### ARTICLE TEN

##### AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned has made and subscribed  
the foregoing Articles of Incorporation on this 15  
day of April, 1997, in Naples, Collier  
County, Florida.

Douglas Lee Carter  
DOUGLAS CARTER  
Michael P. Gibbs  
MICHAEL P. GIBBS

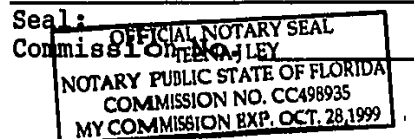
STATE OF FLORIDA  
COUNTY OF COLLIER

Before me personally appeared DOUGLAS CARTER, known to me  
personally or identified to me by personally known  
as the person described in and who executed the foregoing  
instrument, and acknowledge to and before me that he executed said  
instrument for purposes therein expressed.

WITNESS my hand and official seal, this 15 day of April,  
1997.

Deena J. Ly  
Notary Signature

Printed Name



STATE OF FLORIDA  
COUNTY OF COLLIER

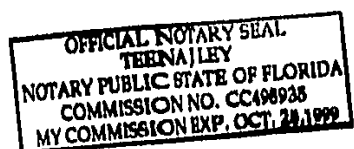
Before me personally appeared MICHAEL P. GIBBS, known to me  
personally or identified to me by personally known  
as the person described in and who executed the foregoing  
instrument, and acknowledge to and before me that he executed said  
instrument for purposes therein expressed.

WITNESS my hand and official seal, this 4 day of April,  
1997.

Deena J. Ly  
Notary Signature

Printed Name

Seal:  
Commission No. \_\_\_\_\_



DESIGNATION OF REGISTERED AGENT

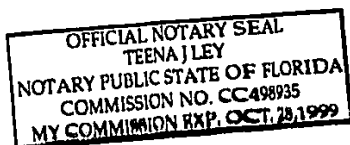
DOUGLAS CARTER and MICHAEL P. GIBBS, the incorporators of GENERAL CONTRACTING SYSTEMS, INC. hereby designates RICHARD D. SPARKMAN of 307 Airport Pulling Road North, Naples, Florida 34104, to be the registered agent of GENERAL CONTRACTING SYSTEMS, INC. and RICHARD D. SPARKMAN by and through this document, hereby accepts the appointment to be registered agent of GENERAL CONTRACTING SYSTEMS, INC.

Douglas Lee Carter  
Incorporator

SWORN TO and subscribed before me on this 15 day of April, 1997.

Personally known to me and/or identification provided by: \_\_\_\_\_

Teena J. Ley  
Notary Public



Printed Name of Notary  
Seal:  
My Commission Expires:

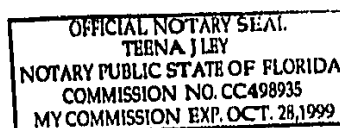
Michael P. Gibbs  
Incorporator

SWORN TO and subscribed before me on this 4 day of April, 1997.

Personally known to me and/or identification provided by: \_\_\_\_\_

Teena J. Ley  
Notary Public

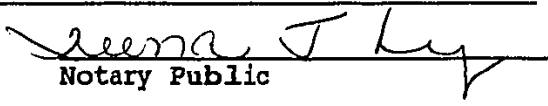
Printed Name of Notary  
Seal:  
My Commission Expires:



  
\_\_\_\_\_  
RICHARD D. SPARKMAN

SWORN TO and subscribed before me on this 4 day of April, 1997.

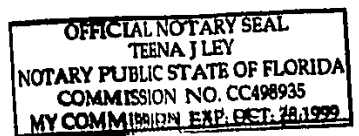
Personally known to me and/or identification provided by: \_\_\_\_\_

  
\_\_\_\_\_  
Notary Public

\_\_\_\_\_  
Printed Name of Notary

Seal:

My Commission Expires:



WRITTEN ACCEPTANCE BY REGISTERED AGENT FOR


GENERAL CONTRACTING SYSTEMS, INC.

FILED

97 APR 18 PM 12:43

SECRETARY OF STATE  
TENNESSEE, FLORIDA

I HEREBY am familiar with and accept the duties and responsibilities as registered agent for said corporation.

  
RICHARD D. SPARKMAN

SWORN TO and subscribed before me on this 15 day  
of April, 1997.

  
Notary Public

OFFICIAL NOTARY SEAL  
TEENA J LEY  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC498935  
MY COMMISSION EXP. OCT. 28, 1999

Printed Name of Notary Public  
Seal:  
My Commission Expires: