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	(404) 743-8171	Office Use Only
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Examiner's Initials

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BITS & BYTES ACCOUNTING SERVICES, INC. 6215 SYRINGA LANE JACKSONVILLE, FL 32211 (904) 744-5328

EFFECTIVE DATE

May 12, 1997

VIA FACSIMILE

JOHN NEDEAU
DEPT OF STATE
DIVISION OF INCORPORATION
TALLAHASSEE, FL 32399

Ref: Articles of Incorporation Brothers Concrete II, Inc.

Dear Mr. Nedeau:

This letter is being written per our phone conversation today. I am aware of Brothers Concrete, Inc. and there is no conflict between Brothers Concrete, Inc. and Brothers Concrete II, Inc. for incorporation. These are two unrelated parties.

I trust this will allow you to complete our articles of incorportation for both companies.

If you have additional questions, please call.

Sincerely,

Iona Coates Accountant 1

ARTICLES OF INCORPORATION

97 MAY -8 AM 8: 17

OF

ACROST . CARALLAT

BROTHERS CONCRETE II, Inc.

EFFECTIVE DATE

ARTICLE I -- NAME

\$5-6-97

The name of this corporation is Brothers Concrete II, Inc.

ARTICLE II -- DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE IV -- CAPITAL STOCK

This corporation is authorized to issue 7500 shares of One Dollar (1.00) par value common stock which shall be designated as "Common Shares".

ARTICLE V -- PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, 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 VI-- INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 6215 Syringa Lane, Jacksonville, FL 32211 and the name of the initial registered agent of this corporation is Iona K. Coates.

ARTICLE VII -- INITIAL BOARD OF DIRECTORS

This corporation shall have one Director constituting the corporation and shall be increased or decreased from time to time by the bylaws; however, there shall never be less than one Director nor more than five. The name and address of the initial Board of Directors of the Corporation is:

Olivia Rodriguez-President: 5415 Sharon Terrace, Jacksonville, Florida, 32207.

ARTICLE VIII -- INCORPORATORS

The name and address of the Incorporator signing these articles is: Olivia Rodriguez, 5415 Sharon Terrace, Jacksonville, Florida, 32207.

ARTICLE IX -- INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

ARTICLE X -- AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the _______ day of May, 1997.

livia Rodriguez

STATE OF FLORIDA COUNTY OF DUVAL

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Olivia Rodriguez, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and county above, this 44 day of May, 1997.

Son X. Cooles

Notary Public, State of Florida



FILED

97 MAY -8 AT 10:32

RALATA TATATE

CERTIFICATE DESIGNATING REGISTERED AGENT AND PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 607.034, Florida Statues, the following is submitted:

First, that Brothers Concrete II, Inc. desiring to organize and/or qualify under the laws of the State of Florida, with its principle place of business at 5415 Sharon Terrace, Jacksonville, Florida 32207 has named Iona K. Coates, its agent to accept service of process within Florida.

Dated 5-4-97

Olivia Rodriguez

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

Iona K. Coates Registered Agent

SIGNED AND SWORN TO: This 4/th day of May, 1997.