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July 3, 1997

WILL A. NASON (1924 - 1979)

ALAN I. ARMOUR II
CRAIG S. BARNETT
GARY N. GERSON
SUZANNE M. GLEIBER
ELAINE JOHNSON JAMES
JEFFREY B. KAHN

DOMENICK R. LIOCE
NATHAN E. NASON
MARKA. PACHMAN
GREGORY L. SCOTT
JOHN WHITE II
THOMAS J. YEAGER

VIA FEDERAL EXPRESS

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32301

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Re: Infrastructure Repair Technologies, Inc.
Our File No. 5040/11088

Dear Sir or Madam:

Enclosed herewith are two executed copies of the Articles of Incorporation for the above referenced corporation, together with a check payable to the Secretary of State in the amount of \$122.50 in payment of the following:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Filing Fee	<u>35.00</u>
Total	\$122.50

Please return the certified copy to the attention of the undersigned.

Thank you for your cooperation in this matter.

Very truly yours,

NASON, YEAGER, GERSON,
WHITE & LIOCE, P.A.

Jeffrey B. Kahn

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUL -7 10:19:97

Enclosures: Check
Articles in duplicate

J 7/8/97

ARTICLES OF INCORPORATION

OF

INFRASTRUCTURE REPAIR TECHNOLOGIES, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUL -7 11:12:07

I, the undersigned incorporator, hereby make, acknowledge and file these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of this Corporation shall be:

INFRASTRUCTURE REPAIR TECHNOLOGIES, INC.

ARTICLE II

ADDRESS

The principal office and the mailing address of the corporation is:

211 Commodore Drive
Jupiter, Florida 33477

ARTICLE III

AUTHORIZED SHARES

The Corporation shall be authorized to create and issue 7,500 shares of Common Stock at \$0.01 par value.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation in the State of Florida shall be:

1645 Palm Beach Lakes Boulevard
Suite 1200
West Palm Beach, Florida 33401

The name of the initial registered agent of this Corporation at that address shall be:

JOHN WHITE II

ARTICLE V

BOARD OF DIRECTORS

The powers of the Corporation shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, a Board of Directors, which shall have three (3) directors initially. The number of directors may be increased or decreased by the shareholders from time to time as provided in the Bylaws.

ARTICLE VI

INCORPORATOR

The name and street address of the incorporator signing these Articles of Incorporation are as follows:

Name

Street Address

JOHN WHITE II

1645 Palm Beach Lakes Boulevard
Suite 1200
West Palm Beach, Florida 33401

ARTICLE VII

DIRECTORS

The name and address of the individuals who are to serve as the initial directors of this Corporation are:

Name

Street Address

JOHN M. CURRY

211 Commodore Drive
Jupiter, Florida 33477

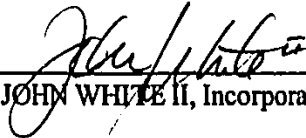
JEFFREY E. EWING

APT Asset Management, Inc.
500 West Cummings Park, Suite 6050
Woburn, Massachusetts 01801

RICHARD M. JOHNSON

1111 Crandon Boulevard, #A707
Key Biscayne, Florida 33149

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at West Palm Beach, Florida, for the uses and purposes aforesaid, this 3rd day of July, 1997.



JOHN WHITE II, Incorporator

DESIGNATION AND ACCEPTANCE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

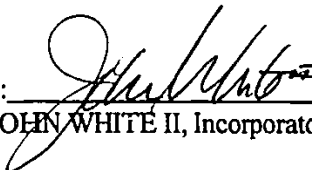
OF

97 JUN -7 10:00

REGISTERED AGENT

In pursuance of Section 48.091 and Chapter 607, Florida Statutes, INFRASTRUCTURE REPAIR TECHNOLOGIES, INC., having filed its Articles of Incorporation contemporaneously herewith, with its registered office as indicated therein at 1645 Palm Beach Lakes Boulevard, Suite 1200, West Palm Beach, Florida 33401, has named JOHN WHITE II located thereat as its registered agent to accept service of process within this State.

By: _____


JOHN WHITE II, Incorporator

Having been named as registered agent to accept service of process for the above-stated corporation, at the location designated herein, I hereby consent to and accept the appointment to act in this capacity, acknowledge that I am familiar with and accept the obligations of a registered agent and agree to comply with the laws of Florida applicable thereto.

By: _____


JOHN WHITE II, Registered Agent

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