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WILLIAM N. ASMA, P.A.

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November 14, 1997

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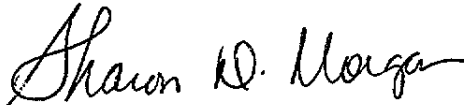
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

RE: Clark Construction U.S.A., Inc.

Enclosed please find the articles of incorporation along with a check in the amount of \$122.50 for the filing of the above referenced corporation. Please forward to this office the certified copy of the articles once incorporated. If you have any questions please feel free to call.

Sincerely,

WILLIAM N. ASMA, P.A.



Sharon D. Morgan
Assistant to William N. Asma, Esquire

FILED
97 NOV 21 AM 9:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Enclosure

QK 11-25-97

**ARTICLES OF INCORPORATION
OF
CLARK CONSTRUCTION U.S.A, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned acting as incorporator of this corporation pursuant to Chapter 607 of the Florida Statutes, hereby forms a corporation for profit under the laws of the State of Florida and adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME AND ADDRESS OF CORPORATION

The name of this corporation shall be **CLARK CONSTRUCTION U.S.A., INC.** The address of corporation shall be 1519 Keene Road, Apopka, Florida 32712.

ARTICLE II - TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE III - NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of florida or any other state, country, territory or nation.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time, is 10,000 shares of common stock having a par value of \$5.00 per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The initial street address of the registered office of this corporation in the state of Florida will be 886 South Dillard Street, Winter Garden, Florida 34787. The Board of Directors may from time to time move the registered office to any other address in Florida. The name of the initial registered agent of this corporation is William N. Asma, P.A. The Board of Directors may from time to time designate a new registered agent.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

- A. The initial number of Directors of this corporation shall be two.
- B. The number of Directors may be increased or diminished from time to time By-Laws adopted by the shareholders, but shall never be less than one.
- C. The name and address of the initial members of the Board of Directors, who shall hold office for the first year of existence of this corporation or until their successors are elected or appointed and have qualified, are:

<u>Name</u>	<u>Street Address</u>
LARRY L. CLARK, II, President/Treasurer Secretary	1519 Keene Road Apopka, FL 32714

ARTICLE VII - INCORPORATOR

The name and address of the incorporator of this corporation is:

<u>Name</u>	<u>Street Address</u>
LARRY L. CLARK, II	1519 Keene Rd., Apopka, FL 32714

ARTICLE VIII - AMENDMENT TO ARTICLES

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.

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify and registered agent, officer, director or incorporator, or any former registered agent, officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at 886 South Dillard Street, Winter Garden, Florida 34787, this 17 day of November, 1997.


LARRY L. CLARK, II, President

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, personally appeared LARRY L. CLARK, II, known to me to be the individual described herein and who executed the foregoing Articles of Incorporation, and he acknowledged that he subscribed the said instrument for the uses and purposes set forth herein.

WITNESS my hand and official seal in the County and State last aforesaid this 17 day of November, 1997.

Mary Beth Asma
Notary Public
Print Name
My Commission Expires:  Mary Beth Asma
My Commission CC580494
Expires Aug. 27, 2000

Having been named as the Registered Agent for the above stated 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 property and complete performance of my duties.

William N. Asma
WILLIAM N. ASMA

Date: Nov. 17, 1997

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA