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LETTER OF TRANSMITTAL

FILED
97 DEC 22 AM 10:10
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Date: December 18, 1997

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-12/22/97-01113-007
****122.50 ****122.50

Re: Cellular Concrete Corporation, Inc.
(name of corporation)

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

Thomas J. Telesco

Thomas J. Telesco
(individual's name)

Cellular Concrete Corporation
(name of corporation)

MAILING ADDRESS OF CORPORATION →

Address: 6693 Collins Avenue

City: Miami Beach, FL 33141

State: Florida Zip: 33141

Phone (305) 866-3350 Ext.

Thomas Telesco GAVE

AUTHORIZATION BY PHONE TO
CORRECT h/a Address -

DATE 12-24-97

DOC. EXAM. nm

ARTICLES OF INCORPORATION

of

Cellular Concrete Corporation

(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Cellular Concrete Corporation

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue Two Thousand Five Hundred shares (2500) of One Dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principle office, if known, or the mailing address of the corporation is:

NAME	Cellular Concrete Corporation		
ADDRESS	6693 Collins Avenue		
CITY	Miami Beach	FLORIDA	ZIP 33141

The name and street address of the Initial Registered Agent of this Corporation is:

NAME	Thomas J. Telesco		
ADDRESS	9291 E. Bay Harbor Dr. #5-A		
CITY	Bay Harbor Islands	FLORIDA	ZIP 33154

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have four (4) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and address of the initial director(s) of the corporation are as follows:

NAME	Thomas J. Telesco		
ADDRESS	9291 E. Bay Harbor Dr. #5-A		
CITY	Bay Harbor Islands , FL	STATE	ZIP 33154
NAME	Osvaldo Moran		
ADDRESS	12180 S.W. 87th Avenue		
CITY	Miami, FL	STATE	ZIP 33176
NAME	Christopher Holliday		
ADDRESS	55 Ocean Lane Drive #1034		
CITY	Key Biscayne, FL	STATE	ZIP 33149

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ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	Thomas J. Telesco		
ADDRESS	9291 E. Bay Harbor Dr. #5-A		
CITY	Bay Harbor Islands	STATE	FL ZIP 33154
NAME	Osvaldo Moran		
ADDRESS	12180 S.W. 87th Avenue		
CITY	Miami,	STATE	FL ZIP 33176
NAME	Christopher Holliday		
ADDRESS	55 Ocean Lane Drive #1034		
CITY	Key Biscayne	STATE	FL ZIP 33149

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 18 day of December, 1997.

Thomas J. Telesco (Seal)
Osvaldo Moran (Seal)
Christopher Holliday (Seal)

STATE OF FLORIDA)

SS

COUNTY OF DADE)

before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared

THOMAS J. TELESKO, OSVALDO MORAN AND
CHRISTOPHER HOLLIDAY

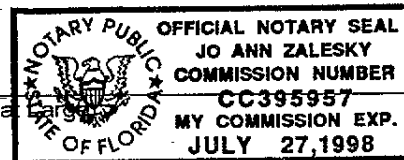
known to me and know to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledged before me that THEY executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 18th day of DECEMBER, 1997.

(Notary Seal)

Jo Ann Zalesky
 (Notary Public, State of Florida)

My Commission expires:



CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Cellular Concrete Corporation
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted: The above corporation,
desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of

Incorporation at 9291 E. BAY HARBOR DR. #5-A

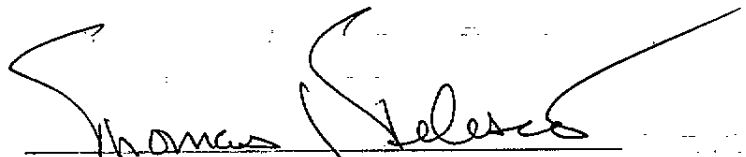
BAY HARBOR ISLANDS, FL 33154

has named Thomas J. Telesco

located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place
designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this
capacity, and agree to comply with the provisions of Florida Law in keeping open said office.


(registered agent)