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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: GOUDIE CONSTRUCTION MANAGEMENT, INC.

AUDIT NUMBER.....H98000006648

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES.....4

CERT. COPIES.....1

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TALLAHASSEE FLORIDA

BM 4/7/98

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ARTICLES OF INCORPORATION  
OF

GOUDIE CONSTRUCTION MANAGEMENT, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation

ARTICLE I NAME

The name of the corporation shall be: **GOUDIE CONSTRUCTION MANAGEMENT, INC.**

The principal place of business of this corporation shall be:  
8011 SW 94 COURT  
MIAMI, FL 33173

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact 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 III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is:

**500 SHARES OF COMMON STOCK @ \$1.00 PAR VALUE**

ARTICLE IV TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officers(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is (are) elected, is(are):

**JOSEPH A. GOUDIE  
8011 SW 94 COURT  
MIAMI, FL 33173**

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FLORIDA

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**FULIO E. FERNANDEZ, P.A.  
CERTIFIED PUBLIC ACCOUNTANT  
2201 PONCE DE LEON BLVD., SUITE 1800  
CORAL GABLES, FL 33134**

ARTICLE VI INCORPORATOR(S)

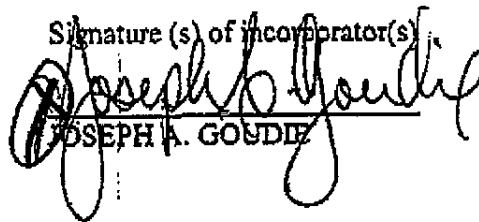
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The name(s) and street address(es) of the Incorporator(s) to these articles of incorporation is (are):

JOSEPH A. GOUDIE  
8011 SW 94 COURT  
MIAMI FL 33173

IN WITNESS WHEREOF, the undersigned incorporator(s) has (have)  
executed these Articles of Incorporation this 23 day of March, 1998.

Signature (s) of incorporator(s)

  
JOSEPH A. GOUDIE

STATE OF FLORIDA

COUNTY OF DADE

THE FOREGOING instrument was acknowledged and sworn to before me this \_\_\_\_ day of  
, 19\_\_ by (name of incorporator(s)) (name of corporation)

Notary Public

(SEAL)

My Commission Expires:

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CERTIFICATE DESIGNATING  
REGISTERED AGENT/REGISTERED OFFICE

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Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

GOUDIE CONSTRUCTION MANAGEMENT, INC.

2. The name and address of the registered agent and office is:

JOSEPH A. GOUDIE

8011 SW 94 COURT

(P.O. BOX NOT ACCEPTABLE)

MIAMI, FL 33173

(CITY/STATE/ZIP)

SIGNATURE

(Corporate Officer) Joseph A. Goudie

TITLE President

DATE 3/23/98

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS 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 PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE

(Registered Agent) Joseph A. Goudie

DATE 3/23/98

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