

P98000047108



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 832165 84529A

AUTHORIZATION :

Patricia P. [signature]

COST LIMIT : \$ 122.50

ORDER DATE : May 27, 1998

ORDER TIME : 4:18 PM

ORDER NO. : 832165-005

CUSTOMER NO: 84529A

700002536487--1

CUSTOMER: Leonard G. Weisberg, Esq
WINTER & SCHAUM, PA

Suite 137
2300 Corporate Boulevard, N.w.
Boca Raton, FL 33431

DOMESTIC FILING

NAME: Highbury Construction, Inc.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Robert Maxwell

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 27 AM 10:51

98 MAY 27 4 51 PM
DIVISION OF CORPORATIONS
5/27/98

ASSIGNMENT BY THE SOLE INCORPORATOR
OF THE ARTICLES OF INCORPORATION OF
HIGHBURY CONSTRUCTION, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 27 AM 10:51

Winter & Schaum, P.A., as sole incorporator, for value received hereby assigns any and
all rights it may have as such incorporator to the following:

PHILIP A. MANN

Dated: May 18, 1998

WINTER & SCHAUM, P.A.

By: Leonard G. Weisberg
Its Agent: LEONARD G. WEISBERG, ESQ.

ARTICLES OF INCORPORATION
OF
Highbury Construction, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 27 AM 10:51

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

Highbury Construction, Inc.

The address of the principal office of this corporation shall be 1300 N.E. 3rd Street, #24, Fort Lauderdale, Florida 33301, and the mailing address of the corporation shall be the same.

ARTICLE II. 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 III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1300 N.E. 3rd Street, #24, Fort Lauderdale, Florida 33301, and the name of the initial registered agent of the corporation at that address is Philip A. Mann.

ARTICLE V. TERMS OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and address of the initial member of the Board of Directors is:

Philip A. Mann
Director

1300 N.E. 3rd Street, #24
Fort Lauderdale, Florida 33301

ARTICLE VII. OFFICERS

The name and address of the initial officers of the corporation who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Philip A. Mann
President and Secretary

1300 N.E. 3rd Street, #24
Fort Lauderdale, Florida 33301

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98 MAY 27 AM 10:51

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Winter & Schaum, P.A.
2300 Corporate Blvd., N.W., #137
Boca Raton, Florida 33431

IN WITNESS WHEREOF, the undersigned agent of Winter & Schaum, P.A., has
hereunto set his hand on May 18, 1998.

WINTER & SCHAUM, P.A.

By: Leonard G. Weisberg
Its Agent: LEONARD G. WEISBERG, ESQ.

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Philip A. Mann, a Florida resident, having a business office identical with the registered
office of the corporation named above, and having been designated as the Registered Agent in the
above and foregoing Articles, is familiar with and accepts the obligations of the position of
Registered Agent under Section 607.0505, Florida Statutes.

P. A. Mann
PHILIP A. MANN