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(LETTER OF TRANSMITTAL)

Date: 01JUN98

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

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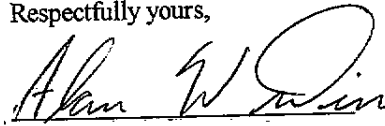
Re: NEW WAVE CONSTRUCTION OF TAMPA, INC.

Gentlemen:

Enclosed are the original and one copy of the Articles of Incorporation, together with check in the amount of One Hundred and Twenty-two Dollars and Fifty cents (\$122.50).

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

Respectfully yours,



Alan w. Dirr

NEW WAVE CONSTRUCTION OF TAMPA

Mailing Address of Corporation:

7809 NEW YORK DRIVE  
TAMPA, FL 33619

Phone (941) 393-0919

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION  
of  
NEW WAVE CONSTRUCTION OF TAMPA, INC.

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 - NAME OF CORPORATION

The name of the corporation is:

NEW WAVE CONSTRUCTION OF TAMPA, INC.

ARTICLE II - DURATION

The 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 of America and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue **ONE THOUSAND (1000)** shares of **ONE Dollar(s)** (\$1.00) par value Common Stock, which will 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: ~~SUTHERIN CONCRETE CONSTRUCTION, INC.~~  
ADDRESS: ~~4411 BEE RIDGE ROAD~~  
~~P.O. Box 233~~  
~~Sarasota, FL 34233-2555~~

*New Wave Construction of  
Tampa, Inc.  
7809 New York Dr.  
Tampa, FL 33619*

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

NAME: Diana J. Dirr  
ADDRESS: 7809 NEW YORK DRIVE  
TAMPA, FL 33619

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The corporation shall have **TWO (2)** directors initially. The number of directors may be either increased or decreased from time to time by the BY-Laws of the corporation, but shall never be less than one (1). The names and address of the initial director(s) of the corporation are as follows:

NAME: ALAN W. DIRR, PRESIDENT  
ADDRESS: 7809 NEW YORK DRIVE  
TAMPA, FL 33619

NAME: DIANA J. DIRR, SECRETARY  
ADDRESS: 7809 NEW YORK DRIVE  
TAMPA, FL 33619

ARTICLE VII - INCORPORATORS

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

NAME: ALAN W. DIRR  
ADDRESS: 7809 NEW YORK DRIVE

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TALLAHASSEE, FLORIDA

TAMPA, FL 33619

NAME: DIANA J DIRR  
7809 NEW YORK DRIVE  
TAMPA, FL 33619

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 30 day of  
APRIL, 1998.

ALAN W. DIRR

DIANA J DIRR

OFFICIAL NOTARY SEAL  
GEORGE L. REYNOLDS  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC 532887  
MY COMMISSION EXP. FEB. 14, 2000

STATE OF FLORIDA )

SS

COUNTY of SARASOTA )

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

ALAN W. DIRR  
DIANA J DIRR

known to me and known to be the person(s) who executed the forgoing Articles on 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 17 day of JUNE 1998.

OFFICIAL NOTARY SEAL  
GEORGE L. REYNOLDS  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC 532887  
MY COMMISSION EXP. FEB. 14, 2000

(Notary Seal)

George L. Reynolds  
(Notary Public, State of Florida at Large)

(My Commission Expires: 2-14-2000  
P.K.)

*CERTIFICATE AND ACKNOWLEDGEMENT  
OF REGISTERED AGENT*

*CERTIFICATE OF REGISTERED AGENT*

*OF*

*NEW WAVE CONSTRUCTION OF TAMPA, INC.,*

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

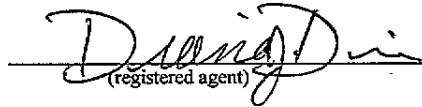
The above corporation, desiring to organize under the laws of the State of Florida with its registered office, as indicated in the Articles of Incorporation at:

1809 New York Drive, Tampa FL 33619

has named DIANA J DIRR, 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)

DIANA J DIRR

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