

(SAMPLE LETTER OF TRANSMITTAL)

P 980000 75604  
DATE 8-27-98

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

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-08/27/98--01033--004  
\*\*\*\*131.25 \*\*\*\*131.25

Re: AAA ALL AMERICAN CONSTRUCTION Corp.  
Inc.  
(Name of Corporation)

Gentlemen:

Enclosed please find the original and one copy of the 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.

Carl J. Barstow  
(Individual's Name)

AAA ALL AMERICAN CONSTRUCTION  
Corp.  
(Name of Corporation)

F. CHESSEY AUG 31 1998

MAILING ADDRESS OF CORPORATION		
12391 NW 29th MANOR		
SUNRISE, FL 33323		
PHONE		
(954) 258-9143		
Area Code	Number	Ext.

**ARTICLES OF INCORPORATION**

of

AAA All American Construction Corp.

(name of corporation)

The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

**ARTICLE I - CORPORATE NAME**

The name of the corporation is:

AAA All American Construction Corp.

**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 500 shares of common stock, par value \$ 1.00 per share.

**ARTICLE V - INITIAL PRINCIPAL OFFICE**

The street address of the initial principal office and, if different, the mailing address is:

STREET ADDRESS <u>12391 NW 29 MANOR</u>		
CITY <u>Sunrise</u>	FLORIDA	ZIP <u>33323</u>
Mailing address, if different		
STREET ADDRESS		
CITY	FLORIDA	ZIP

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office and the name of the initial registered agent at the office is:

NAME <del>12391</del> <u>Carl J. Barbieri Jr.</u>		
ADDRESS <u>12391 NW 29 MANOR</u>		
CITY <u>Sunrise</u>	FLORIDA	ZIP <u>33323</u>

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

### ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have One ( 1 ) 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 addresses of the initial director(s) of the corporation are as follows:

NAME <u>Carl J. Barbieri Jr.</u>		
ADDRESS <u>12391 nw 29 manor</u>		
CITY <u>Sunrise</u>	STATE <u>Florida</u>	ZIP <u>33323</u>
NAME		
ADDRESS		
CITY	STATE	ZIP
NAME		
ADDRESS		
CITY	STATE	ZIP

### ARTICLE VIII - INCORPORATORS

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

NAME <u>Carl J Barbieri Jr.</u>		
ADDRESS <u>12391 nw 29 manor</u>		
CITY <u>Sunrise</u>	STATE <u>Florida</u>	ZIP <u>33323</u>
NAME		
ADDRESS		
CITY	STATE	ZIP
NAME		
ADDRESS		
CITY	STATE	ZIP

The undersigned incorporator(s) have executed these Articles of Incorporation this 13 day of August, 19 98.

Carl J Barbieri Jr. (Signature)

\_\_\_\_\_ (Signature)

\_\_\_\_\_ (Signature)

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/ REGISTERED OFFICE

AAA All American Construction Corp.  
(name of corporation)

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

The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 12391 NW 29 MANOR

Sunrise, Florida 33323

has named Carl J Barbieri Jr.

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

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Carl J Barbieri Jr.  
(Signature)

August 13, 1998  
(Date)