Ronald R. Howell, Fig., F.A.,

B.S., P.E., M.B.A.,

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Bar Member of:

- Florida
- Indiana
- Federal

Districts

- U.S. Court of Appeals
- U.S. Supreme Court

12/31/98--01038--001 \*\*\*\*\*70.00 \*\*\*\*\*70.00

P9900000110

December 22, 1998

Florida Department of State Division of Corporations Attn: Filings 409 East Gaines Street Tallahassee, FL 32399

Subject:

· Attorney at Law

Certified Mediator

Arbitrator (AAA)

Filing of Articles of Incorporation

For: Advanced Concrete Technology, Inc.

98 DEC 31 AM 11: 01
SECRETARY OF STATE
TALLAHASSEE, FLORIBA

Dear Sir or Madam,

Find enclosed herewith one (1) original of the executed Articles of Incorporation for subject new Florida corporation.

Please file the enclosed original articles as soon as administratively possible, and return the filed charter to the undersigned.

Find enclosed herewith, a check for \$70.00 made payable to the Florida Secretary of State to cover all applicable fees and expenses.

Please contact me if you have any questions on the above.

Very truly yours,

Ron Howell

JAN " 4 1999

SHARON

cc: Client

# Actor of the state ARTICLES OF INCORPORATION OF ADVANCED CONCRETE TECHNOLOGY, INC.

## ARTICLE I. NAME

The name of this corporation shall be Advanced Concrete Technology, Inc.

#### ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation by the Florida Secretary of State. This corporation's duration shall be perpetual.

#### ARTICLE III. PURPOSE

This corporation is being organized for the purpose of engaging in the transaction of any and all business activities permitted under the laws of Florida and the United States Of America.

#### ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 10,000,00 shares of common capital stock, no par value.

#### ARTICLE V. PREEMPTIVE RIGHTS

The initial two shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

#### ARTICLE VI. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and

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COAI11 Page 1 open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To Certain Transfer Restrictions Imposed By This Corporation's Articles Of Incorporation, A Copy Of Which Is On File At This Corporation's Principal Office."

# ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board Of Directors shall be two. The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of each individual who shall serve as a member of the Initial Board Of Directors are: Benny Viera, 2067 Palm View Drive, Apopka, FL 32712; and Ron Howell, 2061 Palm View Drive, Apopka, FL 32712.

# ARTICLE VIII. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

# ARTICLE IX. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office and the address of this corporation's initial registered office shall be: 2067 Palm View Drive, Apopka, FL 32712.

The name of the individual who shall serve as this corporation's initial registered agent at that address is: Benny Viera.

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## ARTICLE X. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator are: Ron Howell, 2061 Palm View Drive, Apopka, FL 32712.

### ARTICLE XI. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

Ron Howell - Incorporator

I hereby accept my designation as resident agent and agree to serve as the resident agent of Advanced Concrete Technology, Inc. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for Advanced Concrete Technology, Inc.

Benny Viera - Registered Agent



State Of Florida

County Of Seminole

On <u>December 23</u> Benny Viera, designated above as the individual who shall serve as the corporation's initial registered agent and incorporator, who is personally known to me, or produced a Florida driver's license as identification, personally appeared before me at the time of notarization, and, after being given the oath, acknowledged signing these Articles Of Incorporation Of Advanced Concrete Technology, Inc.

Notary Public

Mary L Runff

My Commission CC709914

Expires February 22, 2002

nt or type name of Notary Personally known Produced I.D. X Type & number of I.D. produced:

(Notary Public - Printed Or Typed Name) FLOL R562 6604

Commission Expiration Date & Commission Number:

(SEAL)