

P99000003364

NAPLES CONCRETE RESTORATION, INC.

5780 Taylor Road, Ste. 4

Naples, Florida 34109

January 7, 1999

Florida Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32301

000002736090--8
-01/11/99--01025--012
****122.50 ****78.75

Re: Incorporation of Naples Concrete Restoration, Inc.

Dear Sir or Madam,


Enclosed please find Articles of Incorporation together with a Designation of Registered Agent to be filed with the State. I have attached a copy of the Articles of Incorporation to be certified and returned in the self-addressed, stamped envelope enclosed. A check in the amount of \$122.50 is enclosed representing your fees.

Thank you for your cooperation.

Sincerely,


Michael Del Duca

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA


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NAPLES CONCRETE RESTORATION, INC.
ARTICLES OF INCORPORATION

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I. NAME

The name of the corporation shall be Naples Concrete Restoration
Inc.

ARTICLE II. DURATION

This corporation shall exist perpetually.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV. STOCK

This corporation is authorized to issue 1,000 shares of common stock at one-dollar par value.

ARTICLE V. REGISTERED AGENT AND REGISTERED OFFICE

The name and address of the initial registered agent and office of this corporation are as follows:

Michael Del Duca
5780 Taylor Road, Ste. 4
Naples, Florida 34109

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TALLAHASSEE, FLORIDA

ARTICLE VI. DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or decreased from time to time by amendment of the Bylaws of the corporation in the manner provided by law, but shall never be less than one. The name and address of the initial director of this corporation are:

Michael Del Duca
5780 Taylor Road, Ste. 4
Naples, Florida 34109

And

Dawn Del Duca
5780 Taylor Road, Ste. 4
Naples, Florida 34109

ARTICLE VII. OFFICERS

The initial officers of this corporation shall be President, Vice President, Secretary and Treasurer.

ARTICLE VIII. SUBSCRIBER

The name and address of the person signing these Articles of Incorporation are:

Michael Del Duca
5780 Taylor Road, Ste. 4
Naples, Florida 34109

ARTICLE IX. AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this revision.

ARTICLE X. RIGHT TO PURCHASE STOCK

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the share pre-empted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices and terms and conditions of the issue of shares, and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of a notice from the corporation.

ARTICLE XI. VOTING

All shares of stock shall be entitled to cumulative voting in the election of the Board of Directors.

IN WITNESS WHEREOF, the undersigned Incorporation has
executed these articles of Incorporation this 8th day of January, 1999.

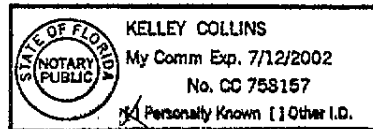


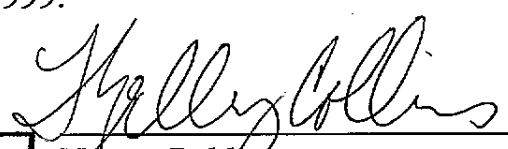
Michael Del Duca, Incorporator

STATE OF FLORIDA
COUNTY OF COLLIER

I HEREBY CERTIFY that on this day before me, a Notary Public
duly licensed to take acknowledgments in the State and County aforesaid,
personally appeared **Michael Del Duca**, to me known to be the person
described as subscriber in **Naples Concrete Restoration, Inc.**, and who
executed the foregoing.

WITNESS my hand and official seal in the County and State aforesaid
this 8th day of January, 1999.





Notary Public
State of Florida

Printed Name: Kelley Collins

**DESIGNATION AND ACCEPTANCE OF REGISTERED
OFFICE AND REGISTERED AGENT**

The undersigned subscriber, Naples Concrete Restoration, Inc., hereby designates the following individual as registered agent for this corporation, and the following address as the registered office of the corporation:

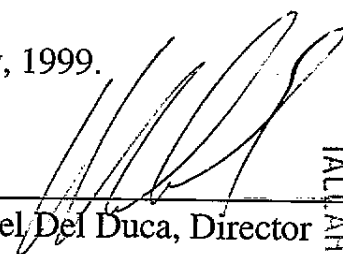
Michael Del Duca
5780 Taylor Road, Suite 4
Naples, Florida 34109


Dawn Del Duca, Director

ACCEPTANCE OF REGISTERED AGENT

The undersigned does hereby accept the designation as registered agent of Naples Concrete Restoration, Inc.

Dated this 8th day of January, 1999.


Michael Del Duca, Director

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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