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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : ACE INDUSTRIES, INC.
Account Number : 070744001530
Phone : (305) 358-2571
Fax Number : (305) 358-7832

FLORIDA PROFIT CORPORATION OR P.A.

WSK DEMOLITION, INC.

Certificate of Status	0
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ARTICLES OF INCORPORATION
OF
WSK Demolition, Inc.

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ARTICLE I NAME

The name of the corporation shall be : WSK Demolition, Inc.

ARTICLE II DURATION

The period of the corporation's duration shall be perpetual or until dissolved on a vote of the shareholders as hereafter provided.

ARTICLE III ELECTION UNDER PROFESSIONAL CORPORATION ACT

The Corporation elects to be governed by the provisions of the Florida Corporation Laws (Chapter 607, Florida Statutes).

ARTICLE IV CAPITAL STOCK

The total number to shares of capital stock which the corporation shall be authorized to issue is 500 shares. Such shares shall be of a single class of common stock, and shall have a par value of \$1.00 .

ARTICLE V CAPITALIZATION

The amount of capital with which the corporation will begin to perform the service of its business is not less than \$ 500.00 .

Prepared by:
ace! Industries, Inc.
54 Northwest 11th St.
Miami, FL 33136
(305) 358-2571

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ARTICLE VI REGISTERED OFFICE

The street address of the Corporation's initial registered office in this State is: 1500 San Remo Ave. #185 Coral Gables, FL 33146

The initial Registered Agent is: Eric D. Sheppard

ARTICLE VII PRINCIPAL OFFICE

The street address and Post Office mailing address of the corporation's principal office is: 1500 San Remo Ave. #185 Coral Gables, FL 33146

ARTICLE VIII CORPORATE POWERS

The corporation shall have all the rights and powers now or hereafter conferred on professional corporations by the laws of the State of Florida.

ARTICLE IX INCORPORATORS

The name and address of each person signing these articles of incorporation as an incorporator is: Arthur N. Sheppard
420 Lincoln Road, Suite 256 Miami Beach, FL 33139.

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ARTICLE X DIRECTORS

The corporation is to be managed by a board of directors. The number of directors constituting the initial board of directors is 2 , and the name(s) and address(es) of the initial director is/are:

Eric D. Sheppard 1500 San Remo Ave. #185 Coral Gables, FL 33146
Phillip Wolman 1500 San Remo Ave. #185 Coral Gables, FL 33146

The initial director shall hold the office until his successor(s) is/are elected and qualify as provided in the bylaws. Thereafter the term of office of each director shall be one year and until the election and qualification of a successor. The number of directors set forth herein and constituting the initial board of directors shall be the authorized number of directors until such number is changed by a bylaw duly adopted by the shareholders.

ARTICLE XI BYLAWS

The initial directors shall submit the proposed bylaws to the shareholders at a meeting to be held for that purpose not more than thirty days following the issuance of the Certificate of Incorporation. Following the adoption of bylaws by a majority vote of the shareholders, the internal affairs of the corporation are to be regulated and managed in accordance with such bylaws.

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ARTICLE XII DISSOLUTION

The corporation may be dissolved at any time by unanimous written consent of the shareholders. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by him.

IN WITNESS WHEREOF, I, the undersigned incorporator of this corporation, have executed these articles of incorporation at Miami on February 16, 1999.

Arthur N. Sheppard
Arthur N. Sheppard

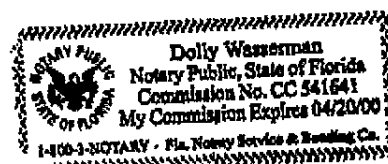
State of Florida)
County of Miami-Dade) ss

On Feb. 16, 1999, before me Dolly Wasserman, the undersigned officer, personally appeared Arthur N. Sheppard, known to me to be the person whose name is subscribed to this document, and acknowledged that he executed the document for the purposes contained within it.

IN WITNESS WHEREOF, I sign here and set my official seal.

My commission expires:

Dolly Wasserman
Notary Public



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CERTIFICATE OF
REGISTERED AGENT / REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: WSK Demolition, Inc.
2. The name and address of the registered agent and office are: Eric D. Sheppard
1500 San Remo Ave. #185
Coral Gables, FL 33146

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.

Eric D. Sheppard
Eric D. Sheppard

Feb. 16, 1999
Date

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