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LETTER OF TRANSMITTAL

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 FEB 22 PM 3:17

DATE : February 16, 1999

SECRETARY OF STATE
DIVISION OF CORPORATIONS
STATE OF FLORIDA
P. O. BOX 6327
TALLAHASSEE, FLORIDA 32314

200002782522--1

-02/22/99--01052--013

****122.50 *****78.75

RE : John Abrams Contracting, Inc.

GENTLEMEN :

ENCLOSED IS THE ORIGINAL AND ONE COPY OF THE "ARTICLES OF INCORPORATION" TOGETHER WITH A CHECK IN THE AMOUNT OF \$122.50.

THIS REPRESENTS THE COST OF FILING FEES, COPY OF THE "ARTICLES OF INCORPORATION" TO BE CERTIFIED, AND FEES FOR REGISTERED AGENT DESIGNATION FOR THE ABOVE NAMED CORPORATION.

SIGNED :

John C. Abrams, Sr.
John C. Abrams Sr.

MAILING ADDRESS OF CORPORATION :

P. O. Box 3795
N. Ft. Myers, Fl 33918

PHONE : 941-458-5345

Donna Johnson GAVE
AUTHORIZATION BY PHONE TO
CORRECT R/A
DATE 2/23/99
DOC. EXAM Debra Brown

Page 1

D. BROWN FEB 23 1999

ARTICLES OF INCORPORATION
OF

John Abrams Contracting, 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.

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ARTICLE I - CORPORATE NAME

THE NAME OF THE CORPORATION IS **John Abrams Contracting, 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 AND THE STATE
OF FLORIDA.

ARTICLE IV - CAPITAL STOCK

THE CORPORATION IS AUTHORIZED TO ISSUE **ONE HUNDRED** SHARES
(**100**) OF COMMON STOCK DOLLARS (\$ **100.00**) PAR VALUE COMMON STOCK,
WHICH SHALL BE DESIGNATED "COMMON SHARES".

ARTICLE V - PRINCIPAL ADDRESS

THE PRINCIPAL OFFICE, IF KNOWN, OR THE MAILING ADDRESS OF THE CORPORATION
IS
P. O. Box 3795 N. Ft. Myers, Fl 33918

THIS CORPORATION SHALL HAVE **Three** DIRECTOR(S) INITIALLY. THE
NUMBER OF DIRECTORS MAY EITHER INCREASE OR DIMINISH 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:

John C. Abrams Sr.
1203 N E 10 Terrace
Cape Coral, Fl 33909

John C Abrams Jr.
1203 N E 10 Terrace
Cape Coral, Fl 33909

Donna Johnson
1203 N E 10 Terrace
Cape Coral, Fl 33909

ARTICLE VII - INCORPORATORS

THE NAMES AND ADDRESSES OF THE INCORPORATORS SIGNING THESE ARTICLES OF INCORPORATION THIS **Sixteenth** DAY OF **Frbruary** , 1999 :

John C. Abrams Sr.
John C. Abrams Sr.

John C. Abrams Sr.
1203 N E 10th Terrace
Cape Coral, Florida 33909

John C. Abrams Jr.
John C. Abrams Jr.

John C. Abrams JR.
1203 N E 10th Terrace
Cape Coral, Florida 33909

Donna Johnson
Donna Johnson

Donna Johnson
1203 N E 10th Terrace
Cape Coral, Fl 33909

STATE OF FLORIDA
COUNTY OF LEE .

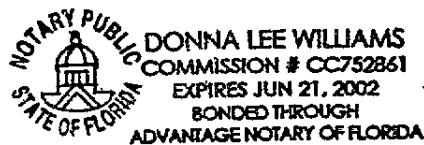
BEFORE ME, A NOTARY PUBLIC, AUTHORIZED TO TAKE ACKNOWLEDGEMENTS IN THE STATE AND COUNTY SET FORTH ABOVE, PERSONALLY APPEARED

John C. Abrams Sr John C. Abrams Jr. Donna Johnson

KNOWN TO ME AND KNOWN TO BE THE PERSON(S) WHO EXECUTED THE FOREGOING ARTICLES OF 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 **Sixteenth** DAY OF **February** , 1999.

Donna Lee Williams
DONNA LEE WILLIAMS, NOTARY PUBLIC



CERTIFICATE AND ACKNOWLEDGEMENT OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

John Abrams Contracting, Inc.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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PURSUANT TO FLORIDA STATUTES SECTION 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

1203 N E 10th Terrace
Cape Coral, Fl 33909

HAS NAMED **John C. Abrams**, 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 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.

SIGNED :

John C. Abrams, Jr.
John C. Abrams