

LAWRENCE B. JURAN, P.A.

ATTORNEYS AT LAW
222 LAKEVIEW AVENUE, 17TH FLOOR
WEST PALM BEACH, FLORIDA 33401

LAWRENCE B. JURAN
MARK NUSSBAUM

TEL: (561) 655-9008
FAX: (561) 655-2736

P 99000017507

February 18, 1999

Corporate Records Bureau
P.O. Box 6327
Tallahassee, Florida 32314

EFFECTIVE DATE
2-18-99

600002782396--6
-02/22/99-01038-010
*****78.75 *****78.75

Re: DIVERSIFIED CONSTRUCTION SERVICES, INC.

Gentlemen:

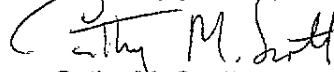
Enclosed herewith are two executed copies of the Articles of Incorporation for the above-referenced corporation together with a check payable to the Secretary of State in the amount of \$78.75 in payment of the following:

Filing Fee	\$ 35.00
Certified Copy	8.75
Registered Agent Filing Fee	<u>35.00</u>
TOTAL	<u>\$78.75</u>

Please return the certified copy to the attention of the undersigned.

Thank you for your cooperation in this matter.

Very truly yours,


Cathy M. Scott
Legal Assistant

FILED
99 FEB 22 AM 8:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosures: Check

Articles (in duplicate)

cc: Patrick J. DiSalvo

**ARTICLES OF INCORPORATION
OF
DIVERSIFIED CONSTRUCTION SERVICES, INC.**

FILED
99 FEB 22 AM 8:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is Diversified Construction Services, Inc. (the "Corporation").

EFFECTIVE
2-18-99

ARTICLE II - PRINCIPAL OFFICE

The principal office of the Corporation, which is also the mailing address of the Corporation, is located at the following address:

222 Lakeview Avenue, 17th Floor
West Palm Beach, FL 33401

ARTICLE III - PURPOSE

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - DURATION

The Corporation shall have perpetual existence commencing on February 18, 1999.

ARTICLE V - CAPITAL STOCK

The Corporation is authorized to issue 20,000 shares of common stock having a \$.001 par value per share, consisting of 10,000 Class A Voting Shares and 10,000 Class B Non-Voting Shares.

ARTICLE VI - BYLAWS

The bylaws of the Corporation may be adopted, altered, amended or repealed by either the stockholders or the directors of the Corporation.

ARTICLE VII - INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE VIII - INITIAL REGISTERED AGENT AND OFFICE

The name and street address of the initial registered agent and office of the Corporation are:

REGSERV Corp.
222 Lakeview Avenue, 17th Floor
West Palm Beach, FL 33401

ARTICLE IX - INCORPORATOR

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

Patrick J. DiSalvo
222 Lakeview Avenue, 17th Floor
West Palm Beach, FL 33401

ARTICLE X - INITIAL BOARD OF DIRECTORS

The Corporation shall have five (5) directors initially. The number of directors may be increased or decreased from time to time by the bylaws of the Corporation but shall never be less than one (1). The names and addresses of the initial directors of the Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Bruce A. Rendina	222 Lakeview Avenue, 17 th Floor West Palm Beach, Florida 33401
Patrick J. DiSalvo	222 Lakeview Avenue, 17 th Floor West palm Beach, Florida 33401
Lawrence B. Juran	222 Lakeview Avenue, 17 th Floor West Palm Beach, FL 33401
Richard F. Rendina	222 Lakeview Avenue, 17 th Floor West Palm Beach, Florida 33401
David M. Strachan	222 Lakeview Avenue, 17 th Floor West Palm Beach, Florida 33401

ARTICLE XI - AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 18th day of February, 1999.



Patrick J. DiSalvo

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE VIII OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED CORPORATION HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.

Dated this 18th day of February, 1999.

REGSERV CORP.

By:

Lawrence B. Juran, President

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 FEB 22 AM 8:51

FILED