

Peterson & Peterson, P.A.

ATTORNEYS AND COUNSELORS AT LAW



CARL H. PETERSON, III
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P99 000056299

October 5, 1999

FLORIDA DEPARTMENT OF STATE
ATTN: THELMA LEWIS
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Indian River Materials, Inc.
Reference Number: P99000056299

Dear Ms. Lewis:

Thank you for your letter dated 8/17/99. I corrected the amendment as you suggested and now enclose it together with the filing fee of \$35.00 and \$8.75 for a certified copy.

Thank you for your assistance in this matter.

VERY TRULY YOURS,
PETERSON & PETERSON, P.A.

Joyce Courtney Peterson

JOYCE COURTNEY-PETERSON

JCP/pd
Encl. as indicated

300003016253--8
-10/18/99--01001--003
*****43.75 *****43.75

FILED
99 OCT 15 PM 3:35
SECRETARY OF STATE
TALLAHASSEE, FL

Amended
T. LEWIS OCT 15 1999

Peterson & Peterson, P.A.

ATTORNEYS AND COUNSELORS AT LAW



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August 9, 1999

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

RE: INDIAN RIVER MATERIALS, INC.

Dear Sir or Madam:

Thank you for correcting the Indian River Materials, Inc. Officer's name to be WILLIAM CHANDLER. Additionally, my client has indicated that there is another correction in the Articles to change the principal place of business to be 3675 Parkway Drive Melbourne, FL. 32934 and the initial registered office of the corporation to be 3675 Parkway Drive Melbourne, fl. 32934.

If possible, please also make this change. If not, I enclose herein and Amended Article of Incorporation for filing which takes into account all three (3) changes. If there is a charge for filing, please advise me, otherwise please provide me with proof of the change. I am enclosing a self-addressed stamped envelope for your use. Thank you for your assistance in this matter.

VERY TRULY YOURS,
PETERSON & PETERSON, P.A.

Joyce Courtney Peterson
JOYCE COURTNEY-PETERSON

JCP/bc



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 17, 1999

JOYCE COURTNEY-PETERSON, ESQ.
PETERSON & PETERSON, P.A.
2900 LAKE WASHINGTON ROAD, SUITE 1
MELBOURNE, FL 32935-3465

SUBJECT: INDIAN RIVER MATERIALS, INC.
Ref. Number: P99000056299

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

The date of adoption of each amendment must be included in the document.

The amendment must be adopted in one of the following manners:

(1) If an amendment was approved by the shareholders, one of the following statements must be contained in the document.

(a) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval, -or-

(b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

(2) If an amendment was adopted by the incorporators or board of directors without shareholder action.

(a) A statement that the amendment was adopted by either the incorporators or board of directors and that shareholder action was not required.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

The fee to file articles of amendment is \$35. Certified copies are optional and are \$8.75 for the first 8 pages of the document, and \$1 for each additional page, not to exceed \$52.50.

If you have any questions concerning this matter, please either respond in writing

or call (850) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 199A00041497

AMENDED
ARTICLES OF INCORPORATION

OF

INDIAN RIVER MATERIALS, INC.

FILED
99 OCT 15 PM 3:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

* * * * *

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

INDIAN RIVER MATERIALS, INC.

The principal place of business of this corporation shall be:

3675 Parkway Drive, Melbourne, FL 32934.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV. ADDRESS

The street address of the registered office of the corporation shall be 3675 Parkway Drive, Melbourne, Florida 32934, and the registered agent of the Corporation is JENNIFER GRIFFIN.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he or she already holds, shall have the right to purchase his or her pro rata share thereof at the price at which it is offered to others.

ARTICLE VII. SPECIAL PROVISION

It is the intent of the incorporator that this corporation will qualify under The Internal Revenue Code as a Subchapter S Corporation and will seek the assistance of an Accountant to apply for and obtain all necessary documentation to that effect to qualify for all benefits available to said corporation and to meet with minimum requirements necessary to obtain the same.

ARTICLE VIII. DIRECTORS

This corporation shall have two directors. The name and street address of the members of the Board of Directors are: DOUG CONNOR, 3675 Parkway Drive, Melbourne, FL 32934 and WILLIAM CHANDLER, 854 Custer Street, N.W., Palm Bay, FL 32907.

ARTICLE IX. OFFICERS

The names and addresses of the officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are: DOUG CONNOR: PRESIDENT/SECRETARY 3675 Parkway Drive, Melbourne, FL 32934.

WILLIAM CHANDLER: VICE PRESIDENT/TREASURER 854 Custer
Street, N.W., Palm Bay, FL 32907.

ARTICLE X. SUBSCRIBER

The name and street address of the subscriber to these
Articles of Incorporation is:

DOUG CONNOR, 3675 Parkway Drive, Melbourne, FL 32934

ARTICLE XI. DATE AND STATUS OF AMENDMENT

The date that this amendment was adopted is August 9, 1999.
The amendment was adopted by the Incorporators/Board of Directors
and no shareholder action was required.

IN WITNESS WHEREOF, the undersigned has hereto set his hand
and seal on this 11 day of Oct, 1999, in the County of
BREVARD, State of FLORIDA.



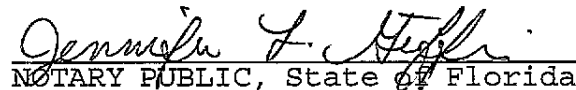
PRESIDENT, DOUG CONNOR

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 11th
day of October, 1999, in the County and State aforesaid by
DOUG CONNOR who is well known to me.



Jennifer L. Griffin
My Commission CC742403
Expires May 13, 2002


NOTARY PUBLIC, State of Florida

My Commission Expires:

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
NAMED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY

WITH THE PROVISION OF ALL STATUTES RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES.

Jennifer L. Yip
SIGNATURE: REGISTERED AGENT

DATE: 10-11-99