

P99000069473
Collins, Brown, Caldwell,
Barkett & Garavaglia

CHARTERED

ATTORNEYS AT LAW

756 BEACHLAND BOULEVARD

VERO BEACH, FLORIDA 32963

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GEORGE G. COLLINS, JR.**

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PLEASE REPLY TO:

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*MASTER OF LAWS IN ESTATE PLANNING

**BOARD CERTIFIED REAL ESTATE LAWYER

***MASTER OF LAWS IN REAL PROPERTY DEVELOPMENT

July 30, 1999

400002934734--7
-07/19/99-01077-019
****122.50 *****78.75

Division of Corporations
Florida Department of State
Post Office Box 6327
Tallahassee, Florida 32314

Attention: Carolyn Batten, Document Specialist

Re: Structure Con of Florida, Inc.; Ref. #W99000017116

Dear Ms. Batten:

In response to your letter of July 26, 1999, please find enclosed the executed statement of acceptance by the registered agent for the referenced corporation.

If you require anything further, please contact me.

I look forward to receipt of the filed Articles of Incorporation.

Sincerely,



George G. Collins, Jr.
For the Firm

GGC, JR./mja
Enclosure

SECRETARY OF STATE
TALLAHASSEE FLORIDA

99 AUG -5 AM 10:24

FILED

2-5-99



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 26, 1999

COLLINS & BROWN, ATTORNEYS
GEORGE G. COLLINS, JR.
P.O. BOX 64-3686
VERO BEACH, FL 32964-3686

SUBJECT: STRUCTURE CON OF FLORIDA, INC.
Ref. Number: W99000017116

We have received your document for STRUCTURE CON OF FLORIDA, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6930.

Carolyn Batten
Document Specialist

Letter Number: 499A00037947

ARTICLES OF INCORPORATION
OF
STRUCTURE CON OF FLORIDA, INC.

FILED
99 AUG -5 AM 10:25
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I - NAME

The name of this corporation is **STRUCTURE CON OF FLORIDA, INC.**

ARTICLE II - DURATION

This corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

The amount of capital stock authorized for the corporation is a maximum of seven thousand five hundred (7,500) shares of common stock having a par value of One Dollar (\$1.00) per share and which shall be issued as fully paid and nonassessable. The stock of this corporation shall be so assigned, issued, and transferred only in accordance with such By-Laws as the corporation shall from time to time make, change, or alter with a lien reserved in favor of the corporation upon all of its capital stock for any indebtedness which may at any time be due by the holder of the same unto the corporation.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name of the initial Registered Agent and the initial registered office of this corporation are:

George G. Collins, Jr.
756 Beachland Boulevard
Vero Beach, Florida 32963

ARTICLE VI - PRINCIPAL OFFICE

The principal office and mailing address of the corporation is:

2455 14th Avenue
Vero Beach, Florida 32960

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The number of Directors of this corporation shall be not less than one (1) nor more than five (5). The names and addresses of the initial directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Robert Frank Stark	16 Troy Hills Road Whippany, NJ 07981
Diana Fordering	2448 SE Allen Street Port St. Lucie, FL 34984
Jim King	16 Troy Hills Road Whippany, NJ 07981
Brian King	16 Troy Hills Road Whippany, NJ 07981

ARTICLE VIII - INCORPORATION

The names and addresses of the persons signing these Articles are:

<u>NAME</u>	<u>ADDRESS</u>
Robert Frank Stark	16 Troy Hills Road Whippany, NJ 07981
Diana Fordering	2448 SE Allen Street Port St. Lucie, FL 34984
Jim King	16 Troy Hills Road Whippany, NJ 07981
Brian King	16 Troy Hills Road Whippany, NJ 07981

ARTICLE IX

The corporation or the stockholders may include in their agreement between themselves the following as valid matters of agreement:

- A. Any limitation or restraint upon the transferability, alienation, or assignment of stock;
- B. Any limitation or restraint upon the encumbrance or pledge of stock;
- C. Any agreements conferring pre-emptive rights of purchase upon stockholders as conditions precedent to the sale of any stock;
- D. Management agreements, solicitation agreements or other employment agreements with persons who may or may not be stockholders; and
- E. Any and all such agreements as may be reasonably necessary in the ownership, conduct or furtherance of the business of the corporation and to implement the said agreement by By-Laws of the corporation.

ARTICLE X - INDEMNIFICATION

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

ARTICLE XI - AMENDMENT

The corporation reserves the right to amend, alter, change, or repeal any provisions contained in this Certificate of Articles of Incorporation in the manner now or hereafter prescribed by applicable provision of law, and all rights and powers conferred upon stockholders, directors, and officers are subject to this reserved power.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation, this 27th day of April, 1999.

Edward O'Keller

Jori K. Domenech

As to Mr. Stark

Kelley Russitano

[Signature]

As to Ms. Fordering

Edward O'Keller

Jori K. Domenech

As to Mr. King

Edward O'Keller

Jori K. Domenech

As to Mr. King

[Signature]
Robert Frank Stark, President

[Signature]
Diana Fordering, Vice-President

[Signature]
Jim King, Assistant Secretary-Treasurer

[Signature]
Brian King, Secretary-Treasurer

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

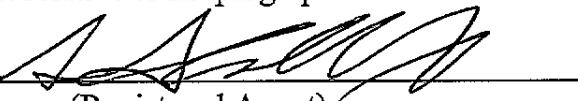
In pursuant of Chapter 607.0501, Florida Statutes, the following is submitted, in compliance with said Act:

First--That STRUCTURE CON OF FLORIDA, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Vero Beach, County of Indian River, State of Florida, has named GEORGE G. COLLINS, JR., located at 756 Beachland Boulevard, City of Vero Beach, County of Indian River, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place designated by this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By:


(Registered Agent)

FILED
99 AUG -5 AM 10:25
SECRETARY OF STATE
TALLAHASSEE FLORIDA