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LEIBY CONSTRUCTION LAW FIRM

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**Admitted in Florida and Colorado

August 4, 1999

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-08/06/99--01050--009
122.50 **78.75

Secretary of State
Division of Corporations
Corporate Records Bureau
P.O. Box 6327
Tallahassee, Florida 32314

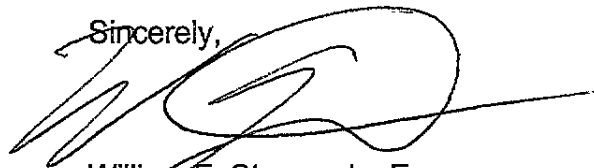
RE: Articles of Incorporation for:
MILLENIUM CONSTRUCTION CORPORATION INTERNATIONAL.

Madame Secretary:

Enclosed herewith are original and one copy of Articles of Incorporation of the above named proposed corporation. Please prepare a certified copy of said Articles, endorse your approval thereon, and return the copy to the undersigned. Our check made payable to you in the sum of \$122.50 is also enclosed.

This corporation plans to commence business immediately upon the issuance of the Certificate of Incorporation. We plan for the corporate year to commence on June 30, 1999. Therefore, we would appreciate your office processing this charter immediately. If, for any reason, a charter cannot be issued for the proposed corporation, please contact me immediately at (954) 382-9199.

Sincerely,



William E. Stacey, Jr., Esq.

MASTERPIECE/MCCI.Art.Cvr

FILED
99 AUG -6 PM 7:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11-5
8-11-99

**ARTICLES OF INCORPORATION
OF
MILLENIUM CONSTRUCTION CORPORATION INTERNATIONAL**

**ARTICLE I
CORPORATE NAME**

The name of this Corporation shall be:

MILLENIUM CONSTRUCTION CORPORATION INTERNATIONAL

**ARTICLE II
CORPORATE ADDRESS**

The mailing address and the principal address of this Corporation shall be:

7890 Peters Road, Suite 109
Plantation, Florida 33324

**ARTICLE III
NATURE OF CORPORATE BUSINESS**

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

**ARTICLE IV
CAPITAL STOCK**

This Corporation is authorized to issue 100 shares of stock. The shares authorized shall be common stock and shall have unlimited voting rights and shall be entitled to receive the net assets of the corporation upon dissolution. The shares authorized shall have a par value of \$.01 per share. The consideration to be paid for each share shall be fixed by the Board of Directors.

**ARTICLE V
INITIAL REGISTERED AGENT AND
DESIGNATION OF REGISTERED AGENT**

The Corporation's initial registered agent and office for the purpose of complying with Florida law shall be:

STEPHEN M. SHAPIRO
7890 Peters Road, Suite 109
Plantation, Florida 33324

I ACCEPT DESIGNATION AS REGISTERED AGENT OF THIS CORPORATION TO ACCEPT SERVICE OF PROCESS ON THIS CORPORATION WITHIN THIS STATE.


STEPHEN M. SHAPIRO

08-04-99

FILED
99 AUG - 6 PM 7:11
TALLAHASSEE
SECRETARY OF STATE

ARTICLE VI
BOARD OF DIRECTORS

The number of Directors may be altered from time to time by By-Laws adopted by the Stockholders. However, the Corporation shall have no less than One Director at any time.

ARTICLE VII
INITIAL DIRECTORS

The name and post office address of each member of the first Board of Directors is:

STEPHEN M. SHAPIRO
7890 Peters Road, Suite 109
Plantation, Florida 33324

The members of the first Board of Directors shall hold office until the first annual meeting of the Stockholders of the Corporation, or until a successor is elected.

ARTICLE VIII
INCORPORATORS

The name and post office address of each Incorporator executing these Articles of Incorporation is as follows:

STEPHEN M. SHAPIRO
7890 Peters Road, Suite 109
Plantation, Florida 33324

ARTICLE IX
COMMENCEMENT

Corporate existence will commence immediately upon the filing of these articles.

THE UNDERSIGNED INCORPORATOR, for the purpose of forming a corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true.

MILLENNIUM CONSTRUCTION CORPORATION INTERNATIONAL

By:  08-04-99
STEPHEN M. SHAPIRO, PRESIDENT