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ACCOUNT NO. : 072100000032

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REFERENCE : 357888 10943A

AUTHORIZATION : *Patricia Pugh*

COST LIMIT : \$ 70.00

ORDER DATE : August 30, 1999

EFFECTIVE DATE
8-25-99

ORDER TIME : 10:45 AM

ORDER NO. : 357888-005

CUSTOMER NO: 10943A

300002973293--7

CUSTOMER: Mark S Feluren, Esq
WALDMAN FELUREN & TRIGOBOFF,
WALDMAN FELUREN & TRIGOBOFF,
One Financial Plaza, Ste 1500

Fort Lauderdale, FL 33394

DOMESTIC FILING

NAME: RESTEC PAINTING &
WATERPROOFING, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Erika Carlson

PH 8/20/99
EXAMINER'S INITIALS:

SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 AUG 30 AM 11: 24

RECEIVED

ARTICLES OF INCORPORATION
OF
RESTEC PAINTING & WATERPROOFING, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

The undersigned do hereby act as incorporators in 8-25-99 adopting the following Articles of Incorporation for the purpose of organizing a business corporation pursuant to the provisions of the Florida Business Corporation Act.

FIRST: The name of the corporation (hereinafter called the "Corporation") is Restec Painting & Waterproofing, Inc.

SECOND: The principal office of the Corporation shall be located at 2214 Hollywood Boulevard, Hollywood, Florida 33020. The mailing address of the Corporation is 2214 Hollywood Boulevard, Hollywood, Florida 33020.

THIRD: The aggregate number of shares which the Corporation shall have authority to issue is 1,000, all of which are of a par value of \$0.01 each and are of the same class and are to be common shares.

FOURTH: The number of directors constituting the initial Board of Directors of the Corporation is two which may be increased by the bylaws.

The names and addresses of the persons who are to serve as the members of the initial Board of Directors of the Corporation are as follows:

NAME AND ADDRESS

Scott L. Justin
2214 Hollywood Boulevard
Hollywood, Florida 33020

Jeffrey S. Winepol
2214 Hollywood Boulevard
Hollywood, Florida 33020

FIFTH: The address of the initial registered agent of the Corporation in the State of Florida is 100 S.E. Third Avenue, Fort Lauderdale, Florida 33394 and the name of the initial registered agent of the Corporation at such address is Mark S. Feluren.

SIXTH: The names and addresses of the incorporators are:

NAME AND ADDRESS

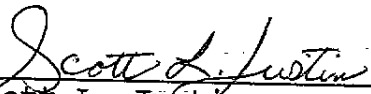
Scott L. Justin
2214 Hollywood Boulevard
Hollywood, Florida 33020

Jeffrey S. Winepol
2214 Hollywood Boulevard
Hollywood, Florida 33020


SEVENTH: The Corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be in a capacity entitling such person to be indemnified, and shall inure to the benefit of the heirs, executors and administrators of such a person.

EIGHTH: The existence of the Corporation shall begin on the date the undersigned incorporators have executed these Articles of Incorporation.

Signed on August 25, 1999



Scott L. Justin,
Incorporator



Jeffrey S. Winepol,
Incorporator

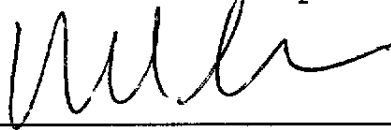
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TALLAHASSEE, FLORIDA

Acceptance of Appointment by Registered Agent

Pursuant to the provisions of the Florida Business Corporation Act, the undersigned does hereby accept his appointment as registered agent on which process may be served within the State of Florida for the proposed domestic corporation named in the foregoing Articles of Incorporation.



Mark S. Feluren