

QUICK BOOKS TAX & ACCOUNTING SERVICES, INC.

12800 INDIAN ROCKS ROAD #4
LARGO, FLORIDA 33774
(727) 517-8663 PHONE
(727) 596-4941 FAX

P9900088543

TRANSMITTAL LETTER

September 23, 1999

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

200002996992--8

-09/27/99-01018-016

*****70.00 *****70.00

SUBJECT:

^{LEASING}
Construction Management Company, Inc.

FILED
99 OCT -7 AM 11:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$70.00 for filing fee. Please return articles to:

QuickBooks Tax & Accounting Services, Inc.
12800 Indian Rocks Road, #4
Largo, Florida 33774
Phone: 727-517-8663

W99-22601
PH 10/5/99



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

September 30, 1999

QUICKBOOKS TAX & ACCOUNTING SERVICES, INC.
12800 INDIAN ROCKS RD, #4
LARGOO, FL 33774

SUBJECT: ~~CONSTRUCTION-MANAGEMENT COMPANY, INC.~~
Ref. Number: W99000022601 *CONSTRUCTION LEASING & MANAGEMENT, INC.*

We have received your document for CONSTRUCTION MANAGEMENT COMPANY, INC. and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

If you have any further questions concerning your document, please call (850) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 399A00047707

*ARTICLES WITH NEW NAME ATTACHED.
10/4/99 S. Bullock*

ARTICLES OF INCORPORATION

FILED

99 OCT -7 AM 11: 55

The undersigned subscribers to these Articles of Incorporation, Competent to Contract hereby form a corporation under the laws of the State of Florida.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE ONE

CORPORATE NAME

The name of the corporation is:

Construction Leasing & Management, Inc.

ARTICLE TWO

DURATION

The corporation shall exist perpetually unless dissolved under Florida law.

ARTICLE THREE

PURPOSE

The corporation is organized for the purpose of engaging in any lawful activity or business permitted under the laws of the United States, and the State of Florida.

ARTICLE FOUR

CAPITAL STOCK

The corporation is authorized to issue ONE THOUSAND (1,000) shares of common stock, par value of ONE DOLLAR (\$1.00), which shall be voting stock shares.

ARTICLE FIVE

COMMENCEMENT OF BUSINESS

The Corporation will not begin business activity until it has received the value of the shares, the equivalent of ONE Hundred Dollars (\$100.00), in cash or property.

ARTICLE SIX

BOARD OF DIRECTORS

The corporation shall have ONE (1) director and may be increased or diminished from time to time as allowed in the bylaws, but shall never be less than one. The initial director shall be.

Steve Walters

ARTICLE SEVEN

PRINCIPAL OFFICE ADDRESS

The address of the principal office is:

**12800 Indian Rocks Rd., #4
Largo, FL 33774**

ARTICLE EIGHT

REGISTERED OFFICE AND AGENT

The name and address of the registered agent is:

**Steve Walters
12800 Indian Rocks Rd., #4
Largo, FL 33774**

ARTICLE NINE

INCORPORATOR

The incorporator name and address is:

**Steve Walters
12800 Indian Rocks Rd., #4
Largo, FL 33774**

ARTICLE TEN

BYLAWS

The directors are empowered to make, alter, amend or repeal any and all bylaws of the corporation without restrictions of the powers conferred by the Statutes of the State of Florida.

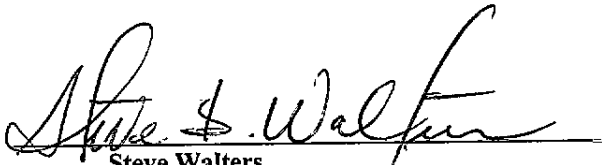
ARTICLE ELEVEN

This corporation reserves the right to amend or repeal any provisions contained in these Articles of the Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE TWELVE

All corporate powers shall be exercised by or under the authority of, and the business affairs of this corporation shall be managed under the shareholders of the corporation.

Signed this 20 day of Sept., 1999


Steve Walters
INCORPORATOR

FILED

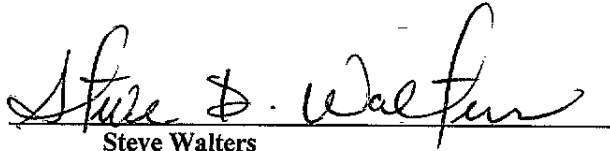
99 OCT -7 AM 11:55

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REGISTERED AGENT OF: **Construction LEASING & MANAGEMENT, INC.**

I, **Steve Walters**, accept the designation of Registered Agent for the corporation named above and agree to maintain the registered office of the corporation as required.

SIGNED:

A handwritten signature in cursive script, appearing to read "Steve D. Walters", is written over a horizontal line.

Steve Walters
REGISTERED AGENT