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THE UNITED STATES CORPORATION COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 426273 9241A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : October 21, 1999

ORDER TIME : 3:52 PM

ORDER NO. : 426273-005

CUSTOMER NO: 9241A

CUSTOMER: John L. Maloney, Esq
JOHN L. MALONEY, ESQ
JOHN L. MALONEY, ESQ
3663 Central Avenue

Saint Petersburg, FL 33713

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DOMESTIC FILING

NAME: CENTRAL FLORIDA MARBLE & GRANITE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jamela Abaied

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT 21 AM 11:43

10/22/99
RECEIVED
99 OCT 21 PM 4:44
STATE OF FLORIDA
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

10/19/99

ARTICLES OF INCORPORATION

OF

CENTRAL FLORIDA MARBLE & GRANITE, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 OCT 21 AM 11:43

ARTICLE I

NAME

The name of the Corporation is CENTRAL FLORIDA MARBLE & GRANITE, INC., whose business address shall be 3991 Park Blvd., Pinellas Park, Florida 33781.

ARTICLE II

DURATION

This Corporation shall exist perpetually commencing as of the date of execution of these Articles of Incorporation.

ARTICLE III

PURPOSES

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

ARTICLE IV

CAPITAL STOCK

This Corporation is authorized to issue 10,000 shares of \$.10 par value common stock.

ARTICLE V

REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this Corporation is 3991 Park Blvd., Pinellas Park, Florida 33781. The name of the initial registered agent of this Corporation at that address is Maria Petras.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be either increased or decreased from time to time as provided in the Bylaws, but shall never be less than one (1). The name and address of the initial Director of this Corporation is Maria Petras of 3991 Park Blvd., Pinellas Park, Florida 33781.

ARTICLE VII

RIGHTS OF INITIAL DIRECTORS

Each of the initial Directors shall have the right to be a Director of the Corporation as long as that respective Director is a Shareholder of the Corporation. By acquiring stock in this Corporation, each Shareholder agrees to abide by this right and to elect each of the initial Directors named in these Articles of Incorporation to the office of Director as long as that Director is a Shareholder of the Corporation. This Article may not be amended in any way without the written consent of each of the initial Directors who is a Shareholder of the Corporation at the time of the Amendment.

ARTICLE VIII
INCORPORATOR

The name and address of the person signing these Articles of Incorporation is Maria Petras of 3991 Park Blvd., Pinellas Park, Florida 33781.

ARTICLE IX
INDEMNIFICATION

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

ARTICLE X
BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the Shareholders.

ARTICLE XI
COMPENSATION FOR OFFICERS

Until rescinded by vote of a majority of the Shareholders, the Board of Directors of the Corporation shall be entitled to fix officers' salaries and other compensation whether or not any one or more officer also serves as Director of the Corporation.

ARTICLE XII

SHAREHOLDER RESCISSION NOTICE

The Corporation shall not sell shares of stock in the Corporation to five or more persons without giving the fifth and each successive purchaser a notice of their right to rescind the purchase within three days after the first tender of consideration for the purchased shares pursuant to Florida Statute §517.061 (11)(a)(5).

ARTICLE XIII

INFORMAL SHAREHOLDER ACTION

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the Corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.0704 and the Bylaws.

ARTICLE XIV

AMENDMENT OF ARTICLES BY BOARD

Following the issuance of any voting shares in the Corporation, the Board of Directors shall have no authority to alter or amend the Articles of Incorporation unless consent is first given by a majority action of the Shareholders of the Corporation.

ARTICLE XV

AMENDMENT OF ARTICLES OF INCORPORATION

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

ARTICLE XVI

ANNUAL FINANCIAL STATEMENTS

Until required by a majority vote of the Shareholders, the Corporation need not furnish its Shareholders an annual financial statement within 120 days of the close of each fiscal year.

ARTICLE XVII

ANNUAL EVALUATION OF STOCK

On or before April 1 of each year, the Corporation, if conducting business in Florida, shall give its Florida stockholders of record as of the preceding December 31 a written notice reflecting the just value of each class of its stock subject to an annual tax under Chapter 199 Florida Statutes.

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation this 19th day October 1999.

Maria Petras

MARIA PETRAS
INCORPORATOR

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing Articles of Incorporation were acknowledged before me this 19th day of October 1999, by MARIA PETRAS, who is personally known to me and who did/did not take an oath.



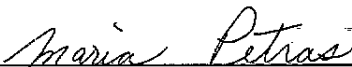
Catherine Anne Jermont

Printed Name: CATHERINE ANNE JERMONT
Title: Notary Public
Serial Number, if any: #CC 640280

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of CENTRAL FLORIDA MARBLE & GRANITE, INC. which is contained in the foregoing Articles of Incorporation. I am familiar with, and accept the obligations of that position.

Dated this 19th day of October, 1999.



MARIA PETRAS
REGISTERED AGENT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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