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99 NOV 30 PM 2: 17



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

REFERENCE : 497566 80974A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : November 30, 1999

ORDER TIME : 11:50 AM

ORDER NO. : 497566-005

CUSTOMER NO: 80974A

CUSTOMER: Beverly Donnelly, Legal Asst  
POPKIN & SHURPIN, P.A.  
POPKIN & SHURPIN, P.A.  
Suite 114  
2499 Glades Road  
Boca Raton, FL 33431

100003056811--6

-11/30/99-01033-021

\*\*\*\*\*78.75 \*\*\*\*\*78.75

DOMESTIC FILING

NAME: ELITE CONSTRUCTION SERVICES,  
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: Erika Carlson

EXAMINER'S INITIALS: PW 11/30/99

RECEIVED  
99 NOV 30 PM 1:10  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**POPKIN & SHURPIN, P.A.**

*Attorneys at Law*  
2499 GLADES ROAD, SUITE 114  
BOCA RATON, FLORIDA 33431

EDWARD D. POPKIN\*  
BARBRA T. SHURPIN\*\*

BOCA RATON (561) 394-8333  
PALM BEACH (561) 734-5507  
BROWARD (954) 484-6200  
FAX (561) 394-8413

\* ALSO ADMITTED IN NEW YORK  
\*\* ALSO ADMITTED IN MASSACHUSETTS

November 29, 1999

Attn: New Filings  
Dept. of State  
State of Florida  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, Florida 32309

Re: Elite Construction Services, Inc.


Dear Sir:

Enclosed herewith is the original and one copy of the Articles of Incorporation of the above referenced corporation for filing with the Secretary of State together with a check in the amount of \$78.75.

Kindly return to this office a conformed copy of the Articles of Incorporation together with your receipt.

Your prompt attention will be greatly appreciated.

Very truly yours,

  
Beverly A. Donnelly  
Legal Assistant  
Enclosures

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ARTICLES OF INCORPORATION

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

OF

ELITE CONSTRUCTION SERVICES, INC.

The undersigned acting as an incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

1. The name of this corporation is:

ELITE CONSTRUCTION SERVICES, INC.

2. The period of this corporation is perpetual.

3. The corporation may engage in any activity or business permitted under the laws of the United States and of this State.

4. The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is ONE THOUSAND (1,000) SHARES of common stock all of one class, having a par value of ONE (\$1.00) DOLLAR per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

5. The address of its principal office is:

551 N.W. 77 Street, Suite 108  
Boca Raton, Florida 33487

and the name of its initial Registered Agent is Popkin & Shurpin, P.A. at 2499 Glades Road, Suite 114, Boca Raton, Florida 33431.

6. The number of directors constituting its initial Board of Directors is one, whose name and address is:

Leonard A. Albanese  
551 N.W. 77 Street, Suite 108  
Boca Raton, Florida 33487

7. The name and address of the Incorporator is:

Leonard A. Albanese  
551 N.W. 77 Street, Suite 108  
Boca Raton, Florida 33487

8. These Articles of Incorporation may be amended in the manner provided by law. Each amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting by a majority of the stockholders entitled to vote thereon, unless all directors and all stockholders sign a written instrument manifesting their intention that a certain amendment to these Articles of Incorporation be made.

DATED this 29<sup>th</sup> day of November, 1999.


  
Leonard A. Albanese

STATE OF FLORIDA )  
ss:

COUNTY OF PALM BEACH)

BEFORE ME, the undersigned authority, personally appeared Leonard A. Albanese, who is to me well known to be the person described in and who subscribed the foregoing Articles of Incorporation and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Boca Raton, Florida, in said County and State this 29<sup>th</sup> day of November, 1999.

  
NOTARY PUBLIC, STATE OF FLORIDA

My commission expires:



Noreen A. Garges  
Commission # CG 857976  
Expires July 26, 2003  
Bonded Thru  
Atlantic Bonding Co., Inc

FILED

CERTIFICATE DESIGNATING PLACE OF  
BUSINESS OR DOMICILE FOR THE SERVICE  
OF PROCESS WITHIN THIS STATE, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED  
89 NOV 30 PM 2: 17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act:

ELITE CONSTRUCTION SERVICES, INC.

desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation in the City of Boca Raton, County of Palm Beach, State of Florida, has named:

POPKIN & SHURPIN, P.A.  
2499 GLADES ROAD, SUITE 114  
BOCA RATON, FLORIDA 33431

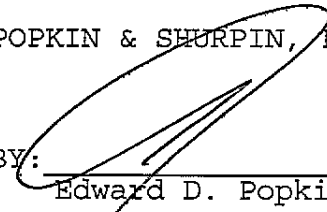
as its agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-named corporation at the place designated in 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.

POPKIN & SHURPIN, P.A.

BY:

  
Edward D. Popkin