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FILED
99 NOV 24 PM 3:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

November 4, 1999

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

EFFECTIVE DATE
11-30-99

RE: Articles of Incorporation for
Merit Construction, Inc.

300003054033--7
-11/24/99--01049--020
*****78.75 *****78.75

Dear Sir/Madam:

Enclosed is a check for Seventy-eight and 75/100 Dollars (\$78.75) to cover the following expenses associated with the above:

- A) \$70.00 filing fee for Articles of Incorporation
- B) \$8.75 filing fee for Certified Copy

The original and one copy of the articles of incorporation are enclosed. Please do not hesitate to call me at (407) 788-1922 if you have any questions.

Sincerely,



Joseph K. Witkowski, Jr.

D. BROWN DEC 23 1999

ARTICLES OF INCORPORATION

OF

MERIT CONSTRUCTION OF CENTRAL FLORIDA, INC.

EFFECTIVE DATE
11-30-99

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TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation is an individual competent to contract and does hereby form a corporation under the laws of the state of Florida.

ARTICLE I

The name of the corporation is: **MERIT CONSTRUCTION OF CENTRAL FLORIDA, INC.**

ARTICLE II

The general nature of the business and the objectives and purpose to be transacted by this corporation are:

- (a) To render services in the field of building construction, construction management and any other fields related to business endeavors performed by general contractors including but not limited to the installation, maintenance and renovation of all things that are part of or associated with any of these fields.
- (b) This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, The State of Florida, or any other state, county, territory or nation.
- (c) To own assets.

ARTICLE III

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 with a par value of 10 cents per share. Each share shall have one vote and when issued each share shall be fully paid for and shall be non-assessable.

ARTICLE IV

The corporation is to exist perpetually.

ARTICLE V

The street and mailing address of the initial principle office of this corporation in the State of Florida is 3604 Leota Drive, Apopka, Fl 32703. The board of Directors may from time to time move the principle office to any other address in Florida.

ARTICLE VI

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished by By-Laws adopted by the shareholders; provided, however, there shall never be less than one (1) director.

ARTICLE VII

The names and street addresses of the initial directors are:

Joseph Kenneth Witkowski, Jr. – 3604 Leota Drive, Apopka, Fl 32703

Joseph Kenneth Witkowski, Sr. – 621 NW 54th Terrace, Gainesville, Fl 32601

ARTICLE VIII

The name and address of this subscriber to these Articles of Incorporation is:

Joseph Kenneth Witkowski, Jr. – 3604 Leota Drive, Apopka, Fl 32703

ARTICLE IX

The Street address of the initial registered office of this corporation is 3604 Leota Drive, Apopka, Fl 32703, and the name of the initial registered agent at such address is:

Joseph Kenneth Witkowski, Jr.

ARTICLE X

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of directors, proposed to them by the shareholders, and approved at a shareholders' meeting by a majority of the stock entitled thereon, unless all the directors and all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI

COMMENCEMENT OF CORPORATE EXISTENCE AND BUSINESS

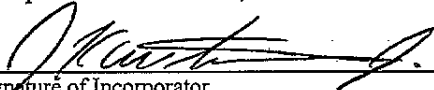
- (a) The date when corporate existence shall commence shall be November 30, 1999.
- (b) The date when the business of the corporation shall commence is November 30, 1999.

ARTICLE XII

INCORPORATOR

The name and address of the Incorporator to these Articles Of Incorporation is:

Joseph K. Witkowski, Jr. – 3604 Leota Drive, Apopka, Fl 32703

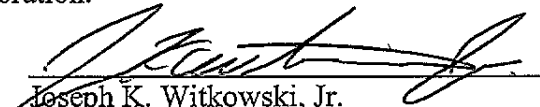


Signature of Incorporator

11-19-99
Date

ACCEPTANCE OF APPOINTMENT OF RESIDENT AGENT

The undersigned accepts the appointment as resident agent for the service of process within the State of Florida for the corporation named in the foregoing Articles of Corporation at the place designated in Article IX of said Articles of Incorporation.



Joseph K. Witkowski, Jr.

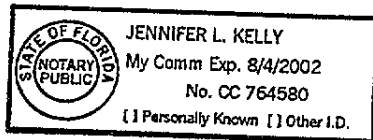
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TALLAHASSEE, FLORIDA

ACKNOWLEDGEMENT OF SUBSCRIBER

STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the state and county named above to take acknowledgement, personally appeared Joseph Kenneth Witkowski, Jr., to me well know to me to be the person described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed his name to the Articles of incorporation.

WITNESS my hand and official seal in the county and state named above this 19 day of November, 1999.



Jennifer L. Kelly
Notary Public

My Commission Expires