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LAW OFFICES

**MICHAEL J. BURLEY, P.A.**

A PROFESSIONAL ASSOCIATION  
WACHOVIA BANK BUILDING, SUITE 202  
250 TEQUESTA DRIVE  
TEQUESTA, FLORIDA 33469

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FILED  
99 DEC 22 PM 1:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

December 20, 1999

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-12/22/99--01036--001  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

The Secretary of State  
Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32301

**RE: Articles of Incorporation**

Dear Sir/Madam:

Enclosed herein for filing are the Articles of Incorporation for the following:

**POPEYE'S GUNITE, INC.**

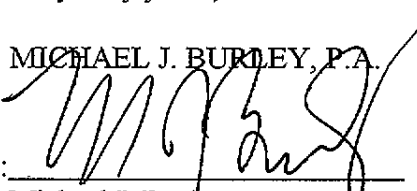
Also enclosed is a check in the amount of Seventy Dollars (\$70.00) representing the \$70.00 fee to file the Articles of Incorporation. Please send confirmation of filing in the enclosed self-addressed envelope.

If you have any questions, please do not hesitate to call.

Very truly yours,

MICHAEL J. BURLEY, P.A.

BY:

  
Michael J. Burley  
For the Firm

MJB/ed  
Enclosure

D. BROWN DEC 29 1999

**ARTICLES OF INCORPORATION  
OF  
POPEYE'S GUNITE, INC.**

**FILED**  
**99 DEC 22 PM 1:17**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

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

**ARTICLE I**

The name of the corporation is POPEYE'S GUNITE, INC.

**ARTICLE II**

The period of duration of the corporation is perpetual.

**ARTICLE III**

The purpose of the corporation is to engage in the pneumatic gunite installation and for any other activities or business permitted under the laws of the United States and Florida.

**ARTICLE IV  
(AUTHORIZED SHARES)**

The aggregate number of shares that the corporation shall have the authority to issue is; One Thousand (1000) shares of capital common stock with a par value of One Dollar (\$1.00) per share.

**ARTICLE V**

The initial street address in Florida of the initial registered office of the corporation is 250 Tequesta Drive, Suite

202, Tequesta, Florida 33469, and the name of the initial registered agent at such address is MICHAEL J. BURLEY.

#### ARTICLE VI

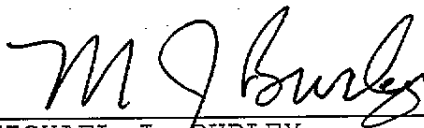
The name and address of the initial incorporator is as follows:

MICHAEL J. BURLEY  
250 Tequesta Drive, Suite 202  
Tequesta, Florida 33469

#### ARTICLE VII

There shall be no cumulative voting.


IN WITNESS WHEREOF, the undersigned Incorporator, MICHAEL J. BURLEY, has executed these Articles of Incorporation on this 20<sup>th</sup> day of December, 1999.

  
MICHAEL J. BURLEY  
Incorporator

STATE OF FLORIDA  
COUNTY OF PALM BEACH

BE IT KNOWN that on the 20<sup>th</sup> day of December, 1999, before me, a Notary Public, duly commissioned in and for the above County and State, personally appeared MICHAEL J. BURLEY and personally known to me ~~or who produced~~ personally known as identification, and known to be the same person described in and who executed the Articles of Incorporation, to be his act and deed, and did take an oath.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my seal of Office the day and year last above written.

  
Notary Public, State of Florida  
at Large

Elana Denman  
Printed Name of Notary Public

My Commission Expires:

Dec. 14, 2002  
# 796923



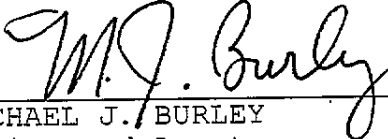
Elana Denman  
Commission # CC 796923  
Expires DEC. 14, 2002  
BONDED THRU  
ATLANTIC BONDING CO., INC.

**CERTIFICATE DESIGNATING REGISTERED AGENT  
AND PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN FLORIDA, AND  
ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED**

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TALLAHASSEE, FLORIDA  
SECRETARY OF STATE


In compliance with Sections 48.091 and 607.0501(3) of the Florida Statutes, the following is submitted: POPEYE'S GUNITE, INC. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 250 Tequesta Drive, Suite 202, Tequesta, Florida 33415, has named MICHAEL J. BURLEY, as its agent to accept service of process within Florida.

DATED this 20<sup>th</sup> day of December, 1999.

  
\_\_\_\_\_  
MICHAEL J. BURLEY  
Registered Agent

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED this 20<sup>th</sup> day of December, 1999.

  
\_\_\_\_\_  
MICHAEL J. BURLEY  
Registered Agent