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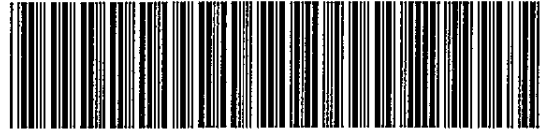
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

June 19, 2003

ZACHARY A EMMANOUIL
220 ALHAMBRA CIRCLE, STE. 350
CORAL GABLES, FL 33134

SUBJECT: GIBRALTAR STONE CORPORATION
Ref. Number: W03000017606

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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We have received your document for GIBRALTAR STONE CORPORATION and your check(s) totaling \$87.50. However, the document has not been filed and is being retained in this office for the following:

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6097.

Marsha Thomas
Document Specialist

Letter Number: 603A00037721

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Gibraltar Stone Corporation
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Zachary A. Emmanouil, Esq.
(Name of Person)
Concepcion Rojas & Santos, LLP
(Firm/Company)
220 Alhambra Circle, Suite 350
(Address)
Coral Gables, FL, 33134
(City/State and Zip code)

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TALLAHASSEE, FLORIDA
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For further information concerning this matter, please call:

_____ at (_____) _____
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Gibraltar Stone Corporation

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware 3. 43-2018203
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 5/22/03 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 203 NE Front Street, Suite 101, Milford, DE, 19963
(Principal office address)

same
(Current mailing address)

8. Any and all lawful business
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

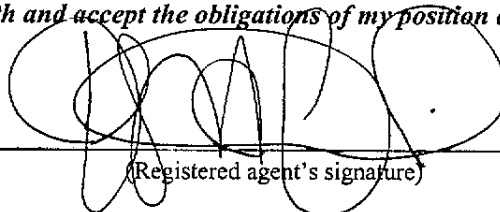
Name: Zachary A. Emmanouil, Esq.

Office Address: 220 Alhambra Circle, Suite 350

Coral Gables, Florida 33134
(City) (Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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TALLAHASSEE, FLORIDA

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Vincent Roggio

Address: 203 NE Front Street, Suite 101
Milford, DE 19963

Vice Chairman: Callie Lasch Roggio

Address: 203 NE Front Street, Suite 101
Milford, DE 19963

Director: Mondo Pallon

Address: 203 NE Front Street, Suite 101
Milford, DE, 19963

Director: Zachary A. Emmanouil, Esq.

Address: 220 Alhambra Circle, Suite 350
Coral Gables, FL, 33134

B. OFFICERS

President: Callie Lasch Roggio

Address: 203 NE Front Street, Suite 101
Milford, DE 19963

Vice President: Zachary A. Emmanouil, Esq.

Address: 220 Alhambra Circle, Suite 350
Coral Gables, FL, 33134

Secretary: Mondo Pallon

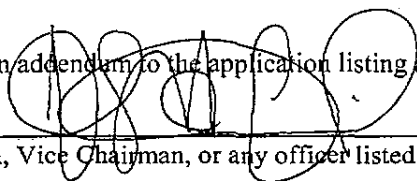
Address: 203 NE Front Street, Suite 101, Milford, DE, 19963

Treasurer: Mondo Pallon

Address: 203 NE Front Street, Suite 101, Milford, DE, 19963

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NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

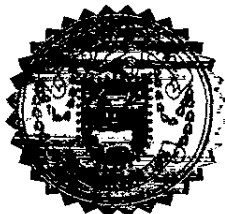
14. Zachary A. Emmanouil, Esq.
(Typed or printed name and capacity of person signing application)

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GIBRALTAR STONE CORPORATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SIXTH DAY OF JUNE, A.D. 2003.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3659961 8300

AUTHENTICATION: 2498489

030422947

DATE: 06-26-03