

PO2000115805

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

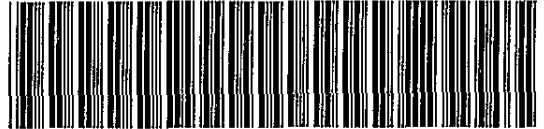
(Business Entity Name)

(Document Number)

Certified Copies Certificates of Status

Special Instructions to Filing Officer:

Office Use Only



000008555440

10/25/02--01061--009 **78.75

FILED
02 OCT 25 AM 9:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10-29-02
[Signature]

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: HIGHLANDER ENGINEERING SERVICES Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of Status

\$78.75
Filing Fee
& Certified Copy

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

ADDITIONAL COPY REQUIRED

FROM: David J. Siljee
Name (Printed or typed)

6340 S.W. 25 Street
Address

MIAMI, FL 33155
City, State & Zip

305-661-5503
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION
OF
HIGHLANDER ENGINEERING SERVICES, INC.**

FILED
02 OCT 25 AM 9:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby organizes and incorporates a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation is HIGHLANDER ENGINEERING SERVICES, INC. (hereinafter "Corporation".)

ARTICLE II. ADDRESS OF BUSINESS

The principal place of business and mailing address of the Corporation is 6340 S.W. 25 Street, Miami, Florida 33155.

ARTICLE III. NATURE OF BUSINESS

This Corporation will engage in the business of providing engineering services.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any one time is 500 shares of common stock having a nominal or par value of \$1.00 per share.

ARTICLE V. PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale of stock by the Corporation, whether it be previously unissued shares authorized in the Articles of Incorporation originally filed or new shares created by amendment thereto, shall have the right to purchase their pro rata share thereof at the same price and under the same terms at which it is offered to others.

ARTICLE VI. INITIAL CAPITAL

The amount of capital with which this Corporation will begin business shall not be less than the minimum amount required under the applicable Florida Statutes.

ARTICLE VII. BEGINNING OF CORPORATE EXISTENCE

The date when the existence of the Corporation shall begin business shall be the time of the filing of these Articles of Incorporation by the Florida Department of State.

ARTICLE VIII. TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE IX. INITIAL REGISTERED OFFICE AND AGENT

The name and post office address of the initial Registered Agent of this Corporation is Priscilla Vargas, 6340 S.W. 25 Street, Miami, Florida 33155.

ARTICLE X. DIRECTORS

The Corporation shall have one (1) Director initially. The number of Directors may be increased or diminished, from time to time, by the By-laws adopted by the stockholders but there shall always be at least one (1) Director.

To the extent permitted by law, the Corporation shall indemnify and hold harmless each person serving as a Director or Officer of the Corporation and each person who serves, at the request of the Corporation, as a Director or Officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his executing his duties and responsibilities as Director or Officer of the Corporation. The corporation shall provide legal defense of any claim or liability and pay any claim as to which it shall be adjudged that such Director or Officer is liable to the extent permitted by law.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything herein contained restrict the right of the Corporation to indemnify or reimburse such person in any proper case even though not specifically provided for herein.

No contract or other transaction between this Corporation and any other firm or corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the Directors of the Corporation are pecuniarily or otherwise interested in or are Directors or Officers of such other firm or corporation, provided that the fact that he is so interested shall be disclosed or shall be known to the Board of Directors of the Corporation or such member thereof as shall be present at any meeting of the Board at which action upon such contract or transaction shall be taken; and any Director of the Corporation, who is also a Director or Officer of such other corporation or is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the Corporation which shall authorize any such contract or transaction, with the like force and effect as if he were not a Director or Officer of such other corporation or not so interested.

ARTICLE XI. INCORPORATOR

The name and post office address of the subscriber/incorporator to these Articles of Incorporation is David J. Siljee, 6340 S.W. 25 Street, Miami, Florida 33155.

ARTICLE XII. AMENDMENTS

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

IN WITNESS WHEREOF, the undersigned has set his hand and seal and has acknowledged and filed these Articles in the office of the Secretary of the State of Florida as Incorporator of HIGHLANDER ENGINEERING SERVICES, INC. this 21 day of October, 2002.

David J. Siljee

DAVID J. SILJEE
INCORPORATOR

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 OCT 25 AM 9:15

FILED

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in this state and county above named, to take acknowledgments, personally appeared DAVID J. SILJEE, personally known to me or who produced N/A as identification, to me well known as the person described as the subscriber/incorporator in and who executed the foregoing Articles of Incorporation.

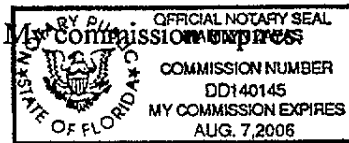
WITNESS my hand and official seal at Miami, Miami-Dade County, Florida, this 21 day of October, 2002.

Marilyn Zayas

NOTARY PUBLIC, STATE OF FLORIDA AT
LARGE

Marilyn Zayas

PRINTED NOTARY NAME



ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent to accept service of process for the above stated Corporation at the place designated in these Articles, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Priscilla Vargas

Priscilla Vargas, Registered Agent

10/21/02

Date