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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. Burch DEC 22 2005

LAW OFFICES  
**VIHLEN & SILLS, P.A.**  
1173 SPRING CENTRE SOUTH BOULEVARD, SUITE C  
ALTAMONTE SPRINGS, FLORIDA 32714  
(407) 786-2200

SIDNEY L. VIHLEN, III  
PAUL M. SILLS  
STEPHANIE L. BRENNAN

PLEASE REPLY TO:  
POST OFFICE BOX 161554  
ALTAMONTE SPRINGS, FLORIDA  
32716-1554  
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December 13, 2005

Department of State  
Division of Corporations  
Attn: New Filing  
409 East Gaines Street  
Tallahassee, Florida 32314

RE: Filing Articles of Incorporation/3E Consultants, Inc.

Dear Sir/Madam:

Enclosed, please find the original Articles of Incorporation of 3E Consultants, Inc. for filing with your office.

Additionally, enclosed, you will find a check made payable to The Department of State, Division of Corporations, in the amount of \$78.75, representing the corporate filing fee.

Please forward to our office a certified copy of the duly filed Articles of Incorporation. If you have any questions regarding this matter, please contact our office at (407) 786-2200. Thank you for your assistance with this matter.

Sincerely,

VIHLEN & SILLS, P.A.

  
Paul M. Sills

PMS/sab  
enclosures

**ARTICLES OF INCORPORATION**

**OF**

**3E CONSULTANTS, INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

**ARTICLE I**  
**CORPORATE NAME**

The name of this corporation is:

**3E CONSULTANTS, INC.**

**ARTICLE II**  
**CORPORATE EXISTENCE**

This corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation.

**ARTICLE III**  
**PURPOSES**

This corporation is formed for the purposes of engaging in any general business and business related activities as are permitted under the laws of the State of Florida and the United States including, without limitation, development consulting activities.

**ARTICLE IV**  
**CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock with no par value. All or any part of said stock of this corporation may be paid for wholly, or in part, by cash, or by the purchase of property, patents, labor or services at a just valuation to be fixed by the Board of Directors of this corporation at any regular or special meeting and any and all shares so issued shall be fully paid and nonassessable.

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**ARTICLE V**  
**INITIAL OFFICE**

The initial street address of the principal office of this corporation in the State of Florida is 5014 Natalie Street, Orlando, Florida 32807. The directors may from time to time, move the principal office to any other address in the State of Florida. The corporation shall have the privilege of having one or more branch offices at other places within the State of Florida or outside the State of Florida as may be deemed necessary and be designated from time to time by the Board of Directors of this corporation.

**ARTICLE VI**  
**PREEMPTIVE RIGHTS**

Every shareholder, upon the sale of any new stock of this Corporation, shall have the right to purchase his/her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VII**  
**INITIAL BOARD OF DIRECTORS**

This corporation shall have four (4) directors initially. The number of directors may be increased or decreased from time to time by the By-Laws adopted by the shareholders, but shall never be less than one. The initial Board of Directors shall consist of the following:

CHRIS PARENT.....	DIRECTOR
DENNIS THEORET.....	DIRECTOR
ROD VARGAS .....	DIRECTOR
MAURICE LAMAR PEARSON.....	DIRECTOR

**ARTICLE VIII**  
**OFFICERS**

The initial officers of the Corporation shall be a president, secretary and treasurer. The initial officers shall be elected at the organizational meeting of the Board of Directors and shall serve until the first annual meeting of the Board of Directors to be held immediately following the first annual meeting of the shareholders of the corporation. Thereafter, the officers shall be elected by the Board of Directors at each annual meeting of the Board of Directors to be held immediately after the annual meeting of the shareholders of the corporation. New offices may be created, and appointments may be made therefor, and any office that may become vacant may be filled by the Board of Directors of the corporation at any regular meeting or at any special meeting called for that purpose. The duties of the officers of the corporation shall be prescribed by the By-Laws.

**ARTICLE IX**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 5014 Natalie Street, Orlando, Florida 32807; and the name of the initial registered agent of this Corporation at that address is **MAURICE LAMAR PEARSON**.

**ARTICLE X**  
**AMENDMENTS**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, unless all Directors sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

**ARTICLE XI**  
**INDEMNIFICATION**

The Corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

**ARTICLE XII**  
**INCORPORATOR**

The name and street address of the person signing these Articles of Incorporation is:

Maurice LaMar Pearson  
5014 Natalie Street  
Orlando, Florida 32807

**IN WITNESS WHEREOF**, the undersigned has made and subscribed these Articles of Incorporation for the uses and purposes aforesaid on this 30 day of NOVEMBER, 2005.

  
\_\_\_\_\_  
**MAURICE LAMAR PEARSON, Incorporator**

STATE OF FLORIDA }  
COUNTY OF ORANGE }

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to take oaths and acknowledgements, personally appeared **MAURICE LAMAR PEARSON**, who is either personally known by me, or who produced a Drivers License as identification, and who, after being duly sworn, acknowledged to me that he executed the foregoing Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid on this the 30<sup>th</sup> day of November, 2005.

(SEAL)



Deborah P. Ragan  
My Commission DD197882  
Expires March 27 2007

Deborah P. Ragan  
Notary Public, State of Florida

**ACCEPTANCE BY REGISTERED AGENT**

The undersigned hereby accepts the appointment as Registered Agent of **3E CONSULTANTS, INC.**, which is contained in the foregoing Articles of Incorporation.

M. Pearson

**MAURICE LAMAR PEARSON**

Registered Agent  
5014 Natalie Street  
Orlando, Florida 32807  
(407) 257-7312