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FLORIDA PROFIT CORPORATION OR P.A.

J. A. TRANSPORTATION CONSULTING, INC.

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| Certificate of Status | 0 |
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**ARTICLES OF INCORPORATION
OF**

J. A. TRANSPORTATION CONSULTING, INC.

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The undersigned incorporator, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

CORPORATE NAME

The name of the corporation is J. A. TRANSPORTATION CONSULTING, INC.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the corporation's principal office and the corporation's mailing address are 2750 N.E. 183rd Street, Suite PH-2807, Aventura, Florida 33160.

ARTICLE III

DURATION AND COMMENCEMENT OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The corporate existence shall commence upon the filing of these Articles of Incorporation with the Department of State.

ARTICLE IV

NATURE OF CORPORATE BUSINESS

The corporation, through its officers, employees, agents and consultants, shall be authorized to engage in every aspect and phase of transportation engineering in the State of Florida; to engage in any activities which will facilitate and promote its expertise in transportation engineering consulting through its officers, employees, agents and consultants; and to invest and reinvest its funds in any other type of investments and to purchase and own real and personal property

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necessary for the rendering of professional services within the area of transportation engineering consulting.

ARTICLE V

CAPITAL STOCK

The corporation is authorized to have outstanding one class of stock, to be designated as Common Stock. The maximum number of shares of Common Stock which the corporation is authorized to have outstanding is one thousand (1,000) shares of Common Stock of a par value of \$.01 per share. Holders of Common Stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holders of Common Stock shall have pre-emptive rights to subscribe to the corporation's securities and are entitled to receive the net assets of the corporation upon dissolution.

ARTICLE VI

INITIAL REGISTERED AGENT AND REGISTERED OFFICE

The name of the initial registered agent of this corporation is John Arthur. The street address of the corporation's initial registered office in the State of Florida shall be 2750 N.E. 183rd Street, Suite PH-2807, Aventura, Florida 33160.

ARTICLE VII

BOARD OF DIRECTORS

The Corporation shall have no less than one (1) Director at any time. The number of Directors may be altered from time to time in accordance with By-Laws adopted by the Stockholders.

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ARTICLE VIII

BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX

INCORPORATOR


The name and address of the Incorporator executing these Articles of Incorporation is Evy S. Mardo, c/o Legalizations Corporation, 3300 N.E. 191 Street, Suite LP-1, Aventura, Florida 33180.

ARTICLE X

INDEMNIFICATION

The corporation shall further indemnify, to the full extent permitted by law, the Incorporator, any officers, directors, agents, employees and consultants of the Incorporator.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 31st day of March, 2003.



Evy S. Mardo

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CERTIFICATE OF REGISTERED AGENT

OF

J. A. TRANSPORTATION CONSULTING, INC.

Pursuant to Section 607.0501 of the Florida Business Corporations Act, the following is submitted, in compliance with said Act:

That, J. A. TRANSPORTATION CONSULTING, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, has named John Arthur, located at 2750 N.E. 183rd Street, Suite PH-2807, Aventura, Florida 33160, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity and agrees to comply with the provision of said Act relative to keeping open said office.

Dated this 31st day of March, 2003.

By John Arthur
John Arthur, President

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