

815760

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Thompson Engineering Testing, Inc.
(Name of corporation)

DOCUMENT NUMBER: 815760

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

William D. Breeden, Jr.

(Name of person)

Thompson Engineering

(Name of firm/company)

P.O. Box 9637

(Address)

Mobile, AL 36691-0637

(City/state and zip code)

For further information concerning this matter, please call:

William Breeden, Jr.

(Name of person)

at (251) 666-2443

(Area code & daytime telephone number)

Enclosed is a check for the following amount:



\$35.00 Filing Fee



\$43.75 Filing Fee &
Certificate of Status



\$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)



\$52.50 Filing Fee,
Certificate of Status &
Certified Copy
(Additional copy is
enclosed)

Mailing Address:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

815760

(Document number of corporation (if known))


1. Thompson Engineering Testing, Inc.
(Name of corporation as it appears on the records of the Department of State)
2. Alabama
(Incorporated under laws of)
3. 7 October 1996
(Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 6 August 2003
5. Thompson Engineering, Inc.
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)
6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)


(Signature of the chairman or vice chairman of the board, president, or any officer, or if the corporation is in the hands of a receiver, trustee, or other court-appointed fiduciary, by that fiduciary)

James H. Shumock

(Typed or printed name)

11 September 2003

(Date)

President / CFO

(Title)

**THIRD AMENDMENT TO THE ARTICLES OF INCORPORATION OF
THOMPSON ENGINEERING TESTING, INC.**

These Articles of Amendment are made and entered into by the undersigned on this 5 day of August 2003, in accordance with §10-2B-10.06, Code of Alabama (1975), as amended.

I.

The name of the corporation is Thompson Engineering Testing, Inc. (the "Corporation").

II.

The Articles of Incorporation are amended as follows:

- (a) The name "Thompson Engineering Testing, Inc." is hereby stricken from the Articles of Incorporation of the corporation wherever it appears therein; and the name "Thompson Engineering, Inc." is hereby substituted and inserted in lieu thereof in all places therein in order to change the name of the corporation.
- (b) Article IX of the Articles of Incorporation, as the same was amended by Second Amendment filed June 26, 1996, is hereby deleted in its entirety and the following is hereby substituted and inserted in lieu thereof:

ARTICLE IX

- "1. The business and affairs of the said corporation shall be managed by its Board of Directors which shall consist of not less than three (3) nor more than nine (9) Directors. The first Board of Directors consisted of three (3) Directors. The Directors need not be owners of stock of the corporation, and shall be elected annually and hold office for one year or until their successors are elected and qualified. The number of Directors (between three and nine) shall be fixed in and by the bylaws of the corporation and may be increased or decreased (but not below three) by amendment of said bylaws by the shareholder with the consent of the persons holding the larger amount in value of the capital stock expressed by vote of such persons at a regular meeting or a special meeting called for the purpose.
- 2. Any vacancy occurring in the Board of Directors may be filled by the affirmative vote of a majority of the remaining Directors though less than a quorum. Any directorship to be filled by reason of an increase in the number of Directors must be filled by the shareholders.
- 3. The company shall have such bylaws as may be adopted by the shareholders. Power to alter, amend or repeal the bylaws adopted by the shareholders or to

adopt new bylaws is hereby vested in the Board of Directors; provided, however, that the Board of Directors may not amend or repeal any bylaws establishing the number of Directors, time or place of shareholders meetings, or what constitutes a quorum of said shareholder meetings."

IV.

The foregoing amendment was adopted by the shareholders on August 5, 2003.

V.

The number of the issued shares of the corporation is 63,067 all of which is common stock, and all of which is entitled to vote on this amendment.

VI.

The number of shares voting for the Amendment was 63,067.

The number of shares voted against the Amendment was zero (0).

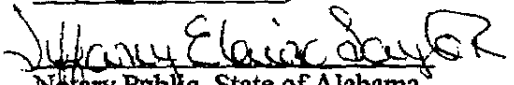
IN WITNESS WHEREOF, the President of the corporation has executed this instrument for the corporation on the day and year first above written.



Emery E. Baya
President of Thompson Engineering Testing, Inc.

STATE OF ALABAMA)
COUNT OF MOBILE)

I, the undersigned, Notary Public in and for such state and county, hereby certify that Emery E. Baya, whose name as President of Thompson Engineering Testing, Inc., an Alabama corporation, is signed of the foregoing said amendment to the Articles of Incorporation of Thompson Engineering Testing, Inc., and who is known to me, acknowledged before me on this day that, being informed of contents of said document, he, as such officer and with full authority, executed the same voluntarily for and as the act of said corporation. Given under my hand and official notarial seal this 5 day of August, 2003.



Notary Public, State of Alabama

My Commission Expires:

State of Alabama - Mobile County
I certify this instrument was filed on:

Wed, Aug-06-2003 @ 4:30:12PM

RECORDING FEE	11.00
S. R. FEE	2.00
TOTAL AMOUNT	\$13.00

NOTARY PUBLIC STATE OF ALABAMA AT LARGE
MY COMMISSION EXPIRES: Aug 12, 2006
BONDED THRU NOTARY PUBLIC UNDERWRITERS

2003068769
Don Davis, Judge of Probate

CERTIFIED TRUE COPY
Probate Court of Mobile Co., AL
Don Davis, Judge:

Signature _____

Joe McFarland Jr., Clerk

Date

9 September 2003

(Not valid unless in red ink with raised seal of court)