

F02000004232

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: APS Consulting, Inc.
(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:

Mr. Bill Hayes (Name of Person) 800006071608
APS Consulting, Inc. (Firm/Company) -06/27/02--01070--001
1301 Capital of Texas Hwy, Suite C-300 (Address) *****70.00 *****70.00
Austin, Tx 78746 (City/State and Zip code)

For further information concerning this matter, please call:

Glenda Mauk at (713) 941-4898
(Name of Person) (Area Code & Daytime Telephone Number)

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TALLAHASSEE, FLORIDA

Name	Available
STREET ADDRESS:	
Registration Section	
Division of Corporations	
409 E. Gaines St.	
Tallahassee, FL 32399	
Updater	DCC
Enclosed is a check for the following amount:	
Updater	DCC
Verifier	DCC
W. P. Verifier	DCC

MAILING ADDRESS:

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

① Name not available
(801-24204)

- ☒ \$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

7 pages

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 28, 2002

MR. BILL HAYES
APS CONSULTING, INC.
1301 CAPITAL OF TEXAS HWY., STE C-300
AUSTIN, TX 78746

SUBJECT: APS CONSULTING, INC.
Ref. Number: W02000018931

We have received your document for APS CONSULTING, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

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) 245-6913.

Diane Cushing
Corporate Specialist

Letter Number: 602A00041367

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned W.H. Hayes, do hereby certify
(Name)

that this Resolution of the Board of Directors of APS Consulting, Inc.

(Corporate Name)

a corporation duly organized and existing under the laws of the State of Texas

was duly adopted on August 9, 2002

Be it resolved, that APS Consulting, Inc.

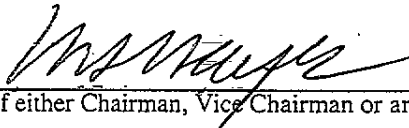
(Corporate Name)

organized and existing in the State of Texas, hereby adopts the name

Eco-Systems, Inc.

for use in Florida.

Dated: August 9, 2002


Signature of either Chairman, Vice Chairman or any officer

W.H. Hayes, Secretary

Type or print name

Make checks payable to Florida Department of State and mail to:
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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**WRITTEN CONSENT OF THE BOARD OF DIRECTORS OF
APS CONSULTING, INC.**

The undersigned, being the Directors of APS Consulting, Inc., a Texas corporation (the "Corporation") hereby consent by this writing to take the following action, transact the following business and adopt the following resolutions:

WHEREAS, the Corporation has determined that it is in its interest to register to do business in the state of Florida, but has been informed that the name APS Consulting, Inc. has been previously claimed in Florida;

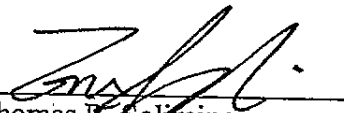
WHEREAS, the Board of Directors of the Corporation desires to take and to authorize all actions that may be necessary to establish a business name that it may register in the state of Florida;

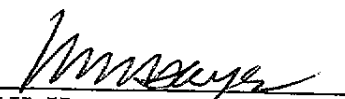
NOW, THEREFORE, BE IT RESOLVED, that the Corporation, acting through any one or more of its officers, take such actions as are necessary to adopt the name Eco-Systems, Inc. for all its business activity in the state of Florida;

RESOLVED, FURTHER, that all acts, transactions, and/or agreements undertaken prior to the adoption of these Resolutions by any officers or representatives of the Corporation in its name and in connection with the foregoing matters are hereby ratified, confirmed, and adopted by the Corporation.

EXECUTED effective August 9, 2002

DIRECTORS:


Thomas R. Solimine


W.H. Hayes

**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. APS Consulting, Inc.

(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. Texas

(State or country under the law of which it is incorporated)

3. 74-2911748

(FEI number, if applicable)

4. March 31, 1999

(Date of incorporation)

5. perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. 5/20/02

(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. 900 Parkview Dr.

(Principal office address)

Tallahassee, FL 32311

(Current mailing address)

8. environmental engineering consulting

(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: CT CORPORATION SYSTEM

Office Address: 1200 SOUTH PINE ISLAND ROAD

PANAMA

(City)

Florida 32324

(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)

KIRK HOOD, ASSISTANT SECRETARY

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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TALLAHASSEE, FLORIDA

B. OFFICERS

President: James Connors, Jr

Address: 384 Fairhope Avenue, Suite 7
Fairhope, AL 36532

Vice President: Jeff Allen

Address: 439 Katherine Drive, Suite 2A
Jackson, MS 39232

Secretary: W. H. Hayes

Address: 1301 Capital of Texas Hwy, Suite C-300 Austin, Tx 78746

Treasurer: _____

Address: _____

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

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

14. JEFFREY L. ALLEN, VICE PRESIDENT
(Typed or printed name and capacity of person signing application)

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Gwyn Shea
Secretary of State

Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Articles Of Incorporation for APS CONSULTING, INC. (filing number: 152890000), a Domestic Business Corporation, was filed in this office on March 31, 1999.

It is further certified that the entity status in Texas is active.

In testimony whereof, I have hereunto signed my name
officially and caused to be impressed hereon the Seal of
State at my office in Austin, Texas on June 04, 2002.

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TALLAHASSEE, FLORIDA



A handwritten signature in cursive script that reads "Gwyn Shea".

Gwyn Shea
Secretary of State