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TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

RECEIVED 11/12/95
10/17/95-01050-012
***70.00 ***70.00

1095 20495

SUBJECT: Landmark Engineering and Surveying, 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:

Mark Spitznagel
(Name of Person)
Landmark Engineer and Surveying, Inc.
(Firm/Company)
3985 Bentwood Lane
(Address)
Pensacola, FL 32533-9723
(City, State and Zip Code)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Should you need to call someone concerning this matter, please call:

Mark Spitznagel at (904) 476 - 7722
(Name of Person) Area Code & Daytime Telephone Number

COURIER ADDRESS:
Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 17, 1995

MARK SPITZNAGEL
% LANDMARK ENGINEER AND SURVEYING, INC.
3985 BENTWOOD LANE
PENSACOLA, FL 32533-9723

SUBJECT: LANDMARK ENGINEERING AND SURVEYING, INC.
Ref. Number: W95000020695

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We have received your document for LANDMARK ENGINEERING AND SURVEYING, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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 (904) 487-6097.

Michael Mays
Document Specialist

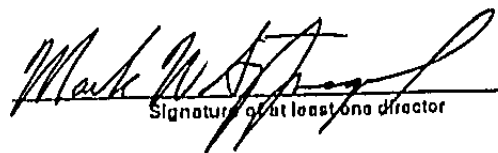
Letter Number: 395A00046834

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned Mark W. Spletznagel, do hereby certify
that this Resolution of the Board of Directors of Landmark Engineering and Surveying, Inc.,
a corporation duly organized and existing under the laws of the State of Delaware,
was duly adopted on Nov 17, 19 96.

Resolved, that Landmark Engineering and Surveying, Inc., organized
and existing in the State of Delaware, hereby adopts the
name Landmark Engineering and Land Planning, Inc. for use in Florida.

Dated: 17 Nov 1996


Signature of at least one director

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:

1. Landmark Engineering and Surveying, 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. Delaware
(State or country under the law of which it is incorporated)
3. 593324564
(FEI number, if applicable)
4. 5/31/1995
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.))
7. 3985 Bentwood Lane
Pensacola, FL 32533-9723
(Current mailing address)
8. Engineering, Surveying, and Construction Services
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent:
Name: Mark Spitznagel
Office Address: 3985 Bentwood Lane
Pensacola, Florida, 32533-9723
(Zip Code)

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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.

Mark W. Spitznagel
(Registered agent's signature)

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.

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: Mark Spitznagel

Address: 3985 Bentwood Lane
Pensacola, FL 32533-9723

Vice Chairman: Seifollah M. Rishi

Address: 170 Deerfoot Lane
Contonment, FL 32533

Director: Pamela Spitznagel

Address: 3985 Bentwood Lane
Pensacola, FL 32533-9723

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: Mark Spitznagel

Address: 3985 Bentwood Lane
Pensacola, FL 32533-9723

Vice President: Seifollah M. Rishi

Address: 170 Deerfoot Lane
Pensacola, FL 32533

Secretary: Mark Spitznagel

Address: 3985 Bentwood Lane
Pensacola, FL 32533-9723

Treasurer: Pamela Spitznagel

Address: 3985 Bentwood Lane Pensacola, FL 32533-9723

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

13. Mark Spitznagel
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Mark Spitznagel, President
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY 'LANDMARK ENGINEERING AND SURVEYING, INC.' IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIFTH DAY OF OCTOBER, A.D. 1995.

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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 7665128

DATE: 10-05-95