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LIMITED LIABILITY COMPANY

American Consulting Professionals of Michigan, P.L.

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**ARTICLES OF ORGANIZATION
OF
AMERICAN CONSULTING PROFESSIONALS OF MICHIGAN, P.L.**

The undersigned, acting as an authorized representative of the initial member of the captioned professional limited liability company, under the provisions of the Florida Professional Service Corporation and Limited Liability Company Act, Chapter 621, *Florida Statutes*, adopts the following Articles of Organization:

**ARTICLE I
NAME**

The name of this professional limited liability company is American Consulting Professionals of Michigan, P.L. (the "Company") and its principal office and mailing address is 4111 Land O'Lakes Boulevard., Suite 210, Land O' Lakes, Florida 34639.

**ARTICLE II
EFFECTIVE DATE**

The Company shall commence its existence upon the filing of these Articles of Organization with the Florida Secretary of State.

**ARTICLE III
PURPOSE OF ORGANIZATION**

The Company is organized to enable its members to engage in the practice of engineering with such usual operations in the purchase, ownership, and disposition of properties,

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maintenance of records, and other conduct of their affairs, which are incidental to the practice of engineering, and related services. In addition, the Company may engage in any other business allowed to be engaged in by a professional limited liability company under Florida law.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Company shall be 220 South Franklin Street, Tampa, Florida 33602, and the initial registered agent of the Company at such address is Mindy L. Carreja.

ARTICLE V

MANAGEMENT OF THE COMPANY

The Company shall be a manager managed professional limited liability company. The name and title of the person who shall serve as the sole initial Manager of the Company until the first meeting of the members or until his successor is elected and qualified is:

Name

Title

Brian J. Mirson

Manager

The name and title of the person who is to serve as the sole initial officer of the Company until his successors are elected and qualifies:

Name

Title

Brian J. Mirson

Principal

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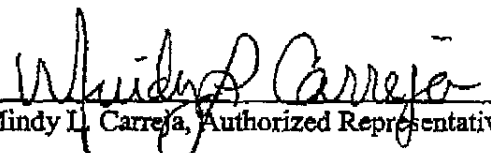
ARTICLE VI
OPERATING AGREEMENT

The power to adopt, alter, amend or repeal an Operating Agreement governing the operation of the Company shall be vested in its members.

ARTICLE VII
INDEMNIFICATION

If the criteria set forth in §608.4363, *Florida Statutes*, or any successor statute, have been met, then the Company shall indemnify any Manager or member, or former Manager or member, his or its personal representatives, devisees or heirs, in the manner and to the extent contemplated by §608.4363, *Florida Statutes*.

IN WITNESS WHEREOF, the undersigned authorized representative of the initial member has executed these Articles of Organization this 12th day of February, 2004.


Mindy L. Carrejo, Authorized Representative

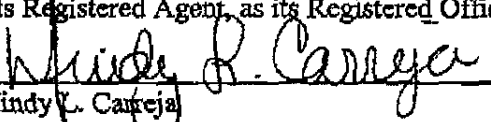
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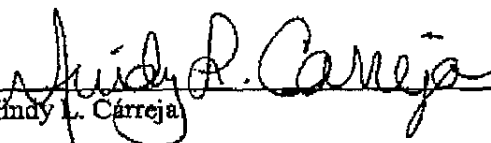
**CERTIFICATE DESIGNATING
REGISTERED AGENT**

Pursuant to the provisions of §§48.091 and 608.415, *Florida Statutes*, American Consulting Professionals of Michigan, P.L. desiring to organize as a professional limited liability company under the laws of the State of Florida, by action of its members, hereby designates Mindy L. Carreja, an individual resident of the State of Florida, as its Registered Agent for the purpose of accepting service of process within such State and designates 220 South Franklin Street, Tampa, Florida 33602, the business of its Registered Agent, as its Registered Office.


Mindy L. Carreja

ACKNOWLEDGMENT

I hereby accept my appointment as Registered Agent of the above named professional limited liability company and agree to act as such in accordance with the provisions of §§48.091 and 608.415, *Florida Statutes*.


Mindy L. Carreja

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