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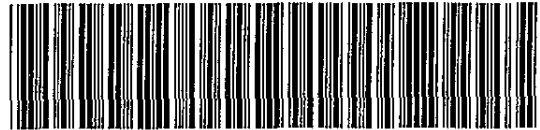
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HARMON & SLOAN, P.A.

ATTORNEYS AND COUNSELORS AT LAW
427 MCKENZIE AVENUE
POST OFFICE BOX 2327
PANAMA CITY, FLORIDA 32402-2327

DANIEL HARMON III
TIMOTHY J. SLOAN *
*ALSO MEMBER OF
DISTRICT OF COLUMBIA
AND MISSOURI BARS

TELEPHONE (850) 769-2501
FACSIMILE (850) 769-0824

April 12, 2004

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: North Bay Engineering, L.L.C.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation of the above referenced corporation, together with the Acceptance of Registered Agent and a check in the amount of \$125.00 to cover the cost of filing. Please note that the corporation is to commence its existence on April 2, 2004.

At your earliest convenience, please file these Articles and return a certified copy to us. Thank you for your assistance with this matter. If there are any questions, please do not hesitate to call collect.

Very truly yours,

HARMON & SLOAN


Daniel Harmon III

DH/cc

Enc. as stated

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION
OF
NORTH BAY ENGINEERING, L.L.C.**

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

We further declare that the following Articles will serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I

Name and principal place of business. The name of the limited liability company shall be NORTH BAY ENGINEERING, L.L.C., and its mailing address and principal office shall be located at 401 Landings Drive, Lynn Haven, Florida, 32444, but it shall have the power and authority to establish branch offices at any other place or places as their members may designate.

ARTICLE II

Purposes and power. This limited liability company shall be authorized to engage in any activity or business authorized by the laws of the State of Florida. In facilitation of that general grant of power and purpose, by way of illustration and not limitation, the limited liability company is authorized to the following:

1. To own, sell, transfer, convey, mortgage, pledge, or encumber any real or personal property.
2. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or any political or administrative subdivision, or department, and to perform and carry out, assign, cancel or rescind any of such contracts.
3. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out

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of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

ARTICLE III

Exercise of powers. All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time and the regulations of the limited liability company by unanimous vote of the members of the limited liability company.

ARTICLE IV

Management. The limited liability company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:

Robert E. Williams
401 Landings Dr.
Lynn Haven, FL 32444

ARTICLE V

Membership restrictions. Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except by unanimous written consent of all of the members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining member(s) shall have the right to continue the business upon unanimous consent of the remaining members.

ARTICLE VI

Capital contributions. Capital contributions in the amount of \$1,000.00 shall be paid to the limited company by the members in equal shares. Additional contributions will be made as required

for investment purposes, as determined by unanimous consent of the members. Members will make contributions in equal shares.

ARTICLE VII

Duration. This limited liability company shall exist perpetually from the date of filing until dissolved in a manner provided by law, or as provided in the Operating Agreement adopted by the members.

ARTICLE VIII

Initial registered agent. The name and address of the initial registered agent of the limited liability company is:

Daniel Harmon III
427 McKenzie Avenue
Panama City, Florida 32401

The undersigned, being the original member of the limited liability company, certifies that this instrument constitutes the proposed Articles of Organization of NORTH BAY ENGINEERING, L.L.C.

Executed this 2 day of April, 2004.


ROBERT E. WILLIAMS

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TALLAHASSEE, FLORIDA
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STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE

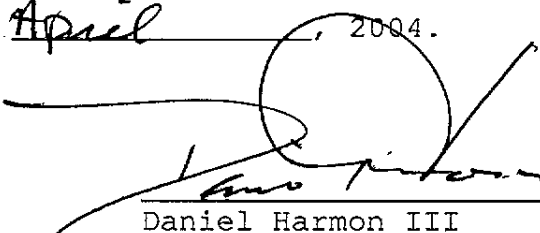
Pursuant to the provisions of Florida Statutes § 608.415 and § 608.407(1)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

1. The name of the limited liability company is NORTH BAY ENGINEERING, L.L.C.

2. The name of the registered agent for NORTH BAY ENGINEERING, L.L.C., is Daniel Harmon III; and the street address of the company's registered agent's office is 427 McKenzie Avenue, Panama City, Florida 32401.

This statement is to acknowledge that, as indicated above, NORTH BAY ENGINEERING, L.L.C., has appointed me, Daniel Harmon III, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this appointment as registered agent and agree to act in this capacity. I further agree to comply with all provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated this 22 day of April, 2004.


Daniel Harmon III
Registered Agent

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