

FROM HILL, WARD, HENDERSON, P. A.

***** (WED) 12-29-99 10:18/ST. 10:12/NO. 4260294245 P 1

(MON) DEC 27 1999 11:09
HILL, WARD, HENDERSON, P. A.

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Division of Corporations

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Client 73250-1
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Florida Department of State

Division of Corporations
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Account Name : HILL, WARD & HENDERSON, P.A. II
Account Number : 072100000520
Phone : (813) 221-3900
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99 DEC 29 AM 10:30
DIVISION OF CORPORATIONS

FILED
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

BASIC AMENDMENT

ROBBINS ENGINEERING, INC.

Amended & Restated

Certificate of Status	0
Certified Copy	0
Page Count	03

Art.

12/29/99
DC

FROM HILL, WARD, HENDERSON, P, A.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 28, 1999

ROBBINS ENGINEERING, INC.
P O BOX 280055
P.O. BOX 280055
TAMPA, FL 33682US

SUBJECT: ROBBINS ENGINEERING, INC.
REF: L27938

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

A certificate must accompany the Restated Articles of Incorporation setting forth either of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendment requiring shareholder approval. OR (2) If the restatement contains an amendment requiring shareholder approval, the date of adoption of the amendment and a statement setting forth the following: (a) the number of votes cast for the amendment by the shareholders was sufficient for approval (b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

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) 487-6906.

Darlene Connell
Corporate Specialist

FAX Aud. #: H99000033020
Letter Number: 899A00060377

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF**

ROBBINS ENGINEERING, INC.

WHEREAS, the Articles of Incorporation of ROBBINS ENGINEERING, INC. (the "Corporation") where filed and approved by the Secretary of State of the State of Florida on the 7th day of November, 1989;

WHEREAS, it is the intention of all of the directors and all of the stockholders of the Corporation that the Articles of Incorporation be amended and restated in accordance with the proposed amendment hereinafter set forth; and

WHEREAS, the proposed amendment to the Articles of Incorporation of Corporation hereinafter set forth was approved by unanimous consent of all the directors and all the stockholders pursuant to the provisions of Florida Statutes, Section 607.0821 and Section 607.0704, by Action by Written Consent of the Directors and Stockholders dated as of the 27th day of December, 1999.

NOW, THEREFORE, BE IT RESOLVED that the Articles of Incorporation of the Corporation are hereby amended and restated in their entirety and by substituting therefor the following:

ARTICLE I

Name

The name of this corporation shall be:

ROBBINS ENGINEERING, INC.

ARTICLE II

Address

The address of the principal office and the mailing address of this corporation shall be:

10500 University Center Dr.
#140
Tampa, Florida 33615

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TALLAHASSEE FLORIDA

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ARTICLE III

Existence of Corporation

This corporation shall have perpetual existence.

ARTICLE IV

Purposes

The corporation may engage in the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE V

Capital Stock

(a) The total number of shares of capital stock authorized to be issued by the corporation shall be 10,000 shares having a par value of \$1.00 per share. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property or in labor or services actually performed for the corporation and valued at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be nonassessable.

(b) In the election of directors of this corporation there shall be no cumulative voting of the stock entitled to vote at such election.

ARTICLE VI

Registered Office and Registered Agent

The street address of the corporation's initial registered office is 101 East Kennedy Boulevard, Suite 3700, Tampa, Florida 33602, and the name of the corporation's initial registered agent at such address is R. James Robbins, Jr.. The corporation may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 607.0502, Florida Statutes.

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FROM HILL, WARD, HENDERSON, P, A.

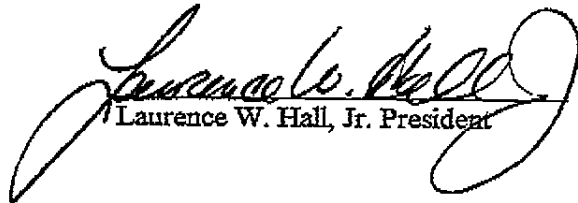
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ARTICLE VII
Amendment of Articles of Incorporation

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

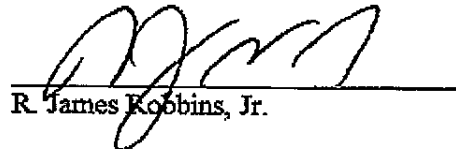
IN WITNESS WHEREOF, I, the undersigned, have executed these Articles for the uses and purposes therein stated.


Laurence W. Hall, Jr. President

REGISTERED AGENT CERTIFICATE

Having been named to accept service of process for the above stated corporation, I hereby accept appointment as its agent and agree to act in this capacity. I further agree to comply with the 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.

Signature


R. James Robbins, Jr.

Date:

12/27/99

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