P0000002116 LEONARD ALTERMAN

ATTORNEY AT LAW

9116 CYPRESS GREEN DRIVE, SUITE 207 JACKSONVILLE, FLORIDA 32256

TELEPHONE (904) 739-3440

IDO JAN -3

FACSIMILE (904) 730-7722

December 30, 1999 Via Federal Express

Corporate Records Bureau Division of Corporations Department of State 409 East Gaines Street Tallahassee, FL 32301

EFFECTIVE DATE

Re: Estrella Engineering Incorporated

900003086209--9 -01/03/00--01116--003

-01/03/00--01115--003 *****78.75 *****78.75

Gentlemen:

I am enclosing an original and one copy of the Articles of Incorporation and Designation of Registered Agent of ESTRELLA ENGINEERING INCORPORATED. Also enclosed is a check in the amount of \$78.75 as payment for the following amounts:

\$35.00 - Filing Fee

8.75 - Certified Copy

35.00 - Resident Agent Designation

I would appreciate your returning the certified copy to me at your earliest convenience.

Please notice that the effective date of this corporation is January 1, 2000, so the articles need to be filed by January 7, 2000.

Thank you for your attention to this matter.

Sincerely,

Leonard Alterman

LA/bjw

Enclosures

cc: Larry Estrella w/ Enclosure

Bette Woodford GAVE AUTHORIZATION BY PHONE TO CORRECT VI

2000 JAN -3 AM II: 40

SECRETARY OF STATE TALLAHASSEE. FLORIDA



ARTICLES OF INCORPORATION

OF

ESTRELLA ENGINEERING INCORPORATED

The undersigned for the purpose of organizing and incorporating a corporation pursuant to the laws of the State of Florida, hereby makes, subscribes, acknowledges, and files these Articles of Incorporation.

ARTICLE I

NAME OF THE CORPORATION

The name of this corporation shall be ESTRELLA ENGINEERING INCORPORATED.

ARTICLE II

PRINCIPAL OFFICE

The principal office of the corporation shall be at: 1726 Kingsley Avenue, Suite 21, Orange Park, Florida 32073.

ARTICLE III

DURATION OF CORPORATION

This corporation shall exist in perpetuity, unless sooner dissolved in accordance with law; and its existence shall commence on January 1, 2000.

ARTICLE IV

GENERAL PURPOSE

The general purposes for which this corporation is organized shall include the transaction of any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE V

CAPITAL STOCK

The corporation shall have the authority to issue but one class of stock. It shall have the authority to issue 7500 shares of common stock, each of which shall have a par value of \$1.00 and shall have voting rights. Each shareholder shall have preemptive right.

ARTICLE VI

INITIAL REGISTERED OFFICE

The street address of the corporation's initial registered office and the name of its initial registered agent for service of process within the state of Florida at such address are:

Registered Agent:

Larry Estrella

Address:

9116 Cypress Green Drive, Suite 207

Jacksonville, FL 32256

ARTICLE VII

DIRECTORS

The corporation shall have not less than one and not more than five directors. The number of directors may be either increased or decreased from time to time by an amendment of the by-laws of the corporation in the manner provided by the law or by the by-laws but shall never be less than one.

ARTICLE VIII

INITIAL DIRECTORS

The name and address of the initial directors of the corporation are as follows:

LARRY ESTRELLA 1726 Kingsley Avenue, Suite 21 Orange Park, Florida 32073

ARTICLE IX

INCORPORATORS

The names and addresses of the incorporators are as follows:

LARRY ESTRELLA 1726 Kingsley Avenue, Suite 21 Orange Park, Florida 32073

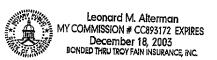
IN WITNESS WHEREOF, the undersigned has hereunto set their hands and seals on this the 30th day of December, 1999.

LARRY ESTRELLA

STATE OF FLORIDA)) SS:
COUNTY OF DUVAL) SS:)
On this day, before me, an officer duly authorized by law to take oaths and acknowledgments, personally appeared LARRY ESTRELLA, who executed the foregoing Articles of Incorporation, that he executed the same for the purposes therein expressed, who is personally known to me (or) who has produced Florida Driver's License No	
IN WITNESS WHE Jacksonville, Florida, on this	REOF, I have hereunto set my hand and affixed my official seal at the 30th day of December, 1999.

Notary Public
State of Florida at Largo

State of Florida at Large My Commission expires:



FILET

2000 JAN -3 AM II: 40

ACCEPTANCE BY REGISTERED AGENT

SECRETARY OF STATE TALLAHASSEE, FLORIDA

Having been named to accept service of process for the above named corporation at the place designated in these Articles of Incorporation, I hereby am familiar with and accept the duties and responsibilities in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

LARRY ESTRELLA

Date / 2/30/99