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QCo.

Webb, Lorah &
Company, P.L.
Certified Public Accountants

May 23, 2000

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Fl. 32390

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-05/24/00--01059--004
*****78.75 *****78.75

Dear Sirs:

Enclosed please find the Articles of Incorporation together with a check payable to the Florida Department of State in the amount of \$78.75 for the following corporation:

Mod Works Engineering, Inc. - a for profit corporation

Please do not hesitate to let us know if you have any questions concerning these documents.

Yours very truly,

WEBB, LORAH & CO, P.L.

Paula F. McQueen

Paula F. McQueen
Certified Public Accountant

FILED
00 MAY 24 PM 2:07
SECRETARY OF STATE
TALLAHASSEE FLORIDA

S. Thompson JUN 02 2000

ARTICLES OF INCORPORATION
OF
MOD WORKS ENGINEERING, INC.
a Florida corporation

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I

The name of this corporation is MOD WORKS ENGINEERING, INC. The principal office and mailing address of this corporation is as follows: 8250 Skylane Way, Punta Gorda, Florida 33982.

ARTICLE II

This corporation is organized for the following purposes: To carry on any business, occupation, undertaking or enterprise and to exercise any power or authority which may be done by a private corporation organized and existing under and by virtue of Florida Statutes, Chapter 607, and it being the intention that this corporation may conduct and transact any business lawfully authorized and not prohibited by Florida Statutes, Chapter 607.

ARTICLE III

This corporation is authorized to issue one thousand (1,000) shares of \$1.00 par value common stock, all of which shall be fully paid and non-assessable.

ARTICLE IV

The corporation elects to have preemptive rights.

ARTICLE V

The street address of the initial registered office of this corporation is 8250 Skylane Drive, Punta Gorda, Florida 33982 and the name of the Initial Registered Agent of this corporation at that address is Timothy Coons.

ARTICLE VI

The name and address of the sole incorporator of this corporation is as follows:

INCORPORATOR	ADDRESS
Timothy Coons	8250 Skylane Way Punta Gorda, Florida 33982

ARTICLE VII

The business of this corporation shall be conducted by a board of directors which shall consist of one or more members, the exact

number of said board of directors to be fixed from time to time by the bylaws of this corporation.


ARTICLE VIII

The name and post office addresses of the initial board of directors, the president, secretary and treasurer who shall hold office for the first year of the existence of the corporation or until their successors are elected or appointed and have qualified, are as follows:

DIRECTORS		ADDRESS
Timothy Coons		8250 Skylane Way Punta Gorda, Florida 33982

OFFICERS	TITLE	ADDRESS
Timothy Coons	President & Treas.	8250 Skylane Way Punta Gorda, Florida


IN WITNESS WHEREOF, the undersigned, has made, subscribed and acknowledged these articles of incorporation, this 8th day of May, 2000.


Timothy Coons, Incorporator

STATE OF FLORIDA
COUNTY OF CHARLOTTE

Before me, the undersigned authority, personally appeared Timothy Coons, to me known to be the person described in or who produced known as identification and who executed the foregoing articles of incorporation and acknowledged before me according to the law that he made and subscribed the same for the purposes therein expressed and set forth.


IN WITNESS WHEREOF, I have hereunto set my hand and seal this 8th day of May, 2000.

 Otera S Nash
My Commission CC654402
Expires June 10, 2001


Notary Public State of Fl.

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT:


I, Timothy Coons, hereby accept the appointment as the registered agent for Mod Works Engineering, Inc.


Timothy Coons
Registered Agent

STATE OF FLORIDA
COUNTY OF CHARLOTTE

Before me, the undersigned authority, personally appeared Timothy Coons, to me known to be the person described in or who produced Brown as identification and who executed the foregoing acceptance of registered agent and acknowledged before me according to the law that he made and subscribed the same for the purposes therein expressed and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 8th day of May, 2000.

 Qtera S. Nash
My Commission CC854402
Expires June 10, 2001


Notary Public, State of Fl.

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00 MAY 24 PM 2:07
TALLAHASSEE FLORIDA
SECRETARY OF STATE