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P00000065154

June 28, 2000

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

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-07/05/00--01017--004
*****78.75 *****78.75

RE: Construction Professional Services of Central Florida, Inc.

Dear Lance:

Enclosed please find the original and one copy of the Articles of Organization for the above-referenced company. Please have the original Articles filed on the same day you receive them if possible. I have enclosed our firm check in the amount of \$78.75.

Please forward the certified copy of the Articles to us by regular mail.

Please do not hesitate to contact me if you have any questions and thank you for your assistance in this regard.

Sincerely,


G. Steven Brown

GSB/mes
Enclosures

MES\construction\state.ltr

FILED
00 JUL -3 PM 2:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

D. BROWN JUL - 6 2000

ARTICLES OF INCORPORATION

OF

CONSTRUCTION PROFESSIONAL SERVICES OF CENTRAL FLORIDA, INC.

FILED
00 JUL -3 PM 2:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

Article 1. Name. The name of the Corporation is: Construction Professional Services of Central Florida, Inc. The principal office of the Corporation is 7164 Green Needle Drive, Winter Park, Florida 32792. The mailing address of the Corporation is 7164 Green Needle Drive, Winter Park, Florida 32792.

Article 2. Duration. The duration of the Corporation is perpetual.

Article 3. Purpose. The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

Article 4. Capital Stock. The aggregate number of shares which the Corporation shall have authority to issue is Ten Thousand (10,000) shares at a par value of One Cent (\$0.01) per share.

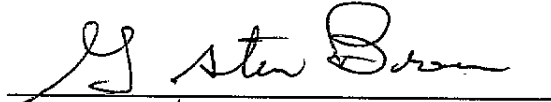
Article 5. Initial Registered Office and Agent. The street address of the initial Registered Office of the Corporation is 7164 Green Needle Drive, Winter Park, Florida 32792 and the name of the initial Registered Agent at that address is Delmarie Sepulveda.

Article 7. Incorporators. The name and address of each Incorporator is as follows: G. Steven Brown, 200 East Robinson Street, Suite 500, Orlando, Florida 32801.

Article 8. Indemnification. The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law.

Article 9. Bylaws. The power to adopt, alter, amend and repeal the Bylaws shall be vested in the Board of Directors, but all alterations, amendments and repeals of the Bylaws must be approved by a majority of the Shareholders.

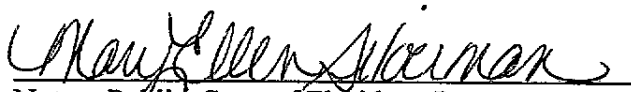
IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 9th day of June, 2000.


G. Steven Brown

STATE OF FLORIDA)
COUNTY OF ORANGE)

Before me personally appeared G. STEVEN BROWN, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and he acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 9th day of June, 2000.


Notary Public, State of Florida at Large
MARY ELLEN SILVERMAN
Typed Name of Notary Public
Commission No.:

(NOTARY SEAL)

ACCEPTANCE BY REGISTERED AGENT

FILED
00 JUL -3 PM 2:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby accepts the appointment as Registered Agent of Construction Professional Services of Central Florida, Inc. which is contained in the foregoing Articles of Incorporation. I am familiar with and accept the obligations of Section 607.0505 F.S.

DATED this 28th day of June, 2000.

Delmarie Sepulveda
Delmarie Sepulveda

MES\Construction\ART.INC