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EFFECTIVE DATE

8-1-00

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BUSH & DONLON, P.A.

Attorneys at Law

4440 PGA Blvd., Ste. 307

Palm Beach Gardens, FL 33410

(561) 622-2227 - Tel

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George W. Bush, Jr.
gw.bush@att.net

Robert M. Donlon
r.donlon@att.net

August 1, 2000

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

400003343594- -8

-08/02/00-01042-005

*****78.75 *****78.75

* VIA OVERNIGHT DELIVERY *

Re: Articles of Incorporation
Hernacki Engineering and Construction Services Incorporated
Our File No.: 1262-00

Dear Sir or Madam:

Enclosed please find Articles of Incorporation for filing along with a copy of same to be certified and returned to our office in the self-addressed, stamped envelope also enclosed. Additionally you will find a check for \$78.75 made payable to Florida Department of State representing the fee for such filing.

Please note that in accordance with Article XII of the Articles of Incorporation, the effective date shall be August 1, 2000.

If you have any questions, or need any additional information, please do not hesitate to contact me.

Very truly yours,



ROBERT M. DONLON

enclosures

D. BROWN AUG - 7. 2000

EFFECTIVE DATE

8-1-00

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
HERNACKI ENGINEERING AND CONSTRUCTION SERVICES
INCORPORATED

PREAMBLE

I, the undersigned, do hereby associate myself under the following Articles, for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of this Corporation shall be:

**HERNACKI ENGINEERING AND CONSTRUCTION
SERVICES INCORPORATED**

ARTICLE II

PRINCIPAL OFFICE

The principal office and mailing address of this Corporation shall be:

717 Buttonwood Road
Palm Beach, Florida 33408

ARTICLE III

GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by this Corporation is:

- (1) Engineering, construction and consulting services; and

(2) Engaging in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

CORPORATE POWERS

This Corporation shall have all powers now and hereafter granted corporations for profit under the laws of the State of Florida, including the Emergency Powers included in §607.0303, Florida Statutes.

ARTICLE V

CAPITAL STOCK

(1) This Corporation shall be authorized to have outstanding at any time a maximum of 1,000 shares of stock of the par value of \$1.00.

(2) Shares of stock may be issued in consideration of the payment of the entire purchase price or only part of the purchase price, as may be determined by the Board of Directors which payment may be made in cash, property, or in services. Shares issued in consideration of the payment of only part of the purchase price:

(a) shall be subject to calls thereon, in amounts and at such times as the Board of Directors may determine until the whole thereof shall have been paid; and

(b) shall participate in dividends upon the basis of the amount actually paid on the respective shares; and

(c) certificates issued therefor shall bear endorsement as to the actual amount paid thereon.

(3) No stock in this Corporation shall be sold or transferred other than by operation of law, unless and until the record owner thereof shall have given written notice, by certified mail, to the Corporation at its principal office, setting forth a desire to sell such stock, together with the price, terms and conditions upon which said stock shall be offered for sale. The Corporation, if it elects, or its shareholders, if it shall not elect, shall have an exclusive right to purchase said stock at the price and upon the terms and conditions set forth in said notice at any time within sixty (60) days of the Corporation's receipt thereof. Upon failure of the Corporation or its stockholders to exercise such rights within such sixty (60) day period, said stock may be offered for sale to others, but only at the price and upon the terms and conditions stated in said notice.

ARTICLE VI

REQUIRED CAPITAL

This Corporation shall begin business with a capital of not less than One Thousand Dollars (\$1,000.00).

ARTICLE VII

TERM OF EXISTENCE

This Corporation shall exist perpetually.

ARTICLE VIII

DIRECTORS

(1) The business of this Corporation shall be conducted by a Board of Directors consisting of one (1) or more Directors, who shall be elected in accordance with the By-Laws of the Corporation.

(2) Members of the Board of Directors or an Executive Committee of such Board will be deemed present and may conduct business at any meeting of such Board or Committee by means of a conference telephone or similar communication equipment if used so that all persons participating in the meeting can hear each other.

(3) The name and street address of the members of the first Board of Directors of this Corporation, who shall hold office for the first year of its existence or until their successors are elected and qualified are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Lisa Hernacki	717 Buttonwood Road Palm Beach, Florida 33408
T.R. Hernacki	717 Buttonwood Road Palm Beach, Florida 33408

ARTICLE IX

DESIGNATION OF REGISTERED OFFICE AND AGENT

That, **HERNACKI ENGINEERING AND CONSTRUCTION SERVICES INCORPORATED**, desiring to organize under the laws of the State of Florida, has

designated its initial registered office as 4440 PGA Boulevard, Suite 307, Palm Beach Gardens, Palm Beach County, Florida 33410 and has named ROBERT M. DONLON as its initial Registered Agent who is located at such address.

ARTICLE X

INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation are as follows:

NAME

ROBERT M. DONLON

ADDRESS

4440 PGA Boulevard, Suite 307
Palm Beach Gardens, Florida 33410

ARTICLE XI

SCOPE OF ARTICLES


The provisions of these Articles, and amendments thereto, and each and every Article and Section thereof, and the provisions of the By-Laws and amendments thereof, shall be considered a part of every contract and transaction to which this Corporation shall be a party. Every person, association or corporation dealing with this Corporation is hereby charged with notice and knowledge of the powers and limitations of powers of this Corporation.

ARTICLE XII

EFFECTIVE DATE OF ARTICLES

The Articles of Incorporation shall be effective as of August 1, 2000, in accordance with Florida Statute §607.0203.

WITNESS my hand and seal this 1st day of August, 2000.

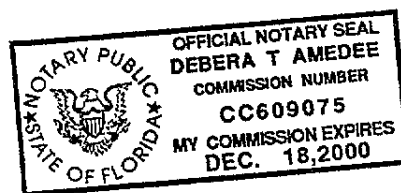

Robert M. Donlon

STATE OF FLORIDA)
) ss:
COUNTY OF PALM BEACH)

BEFORE ME, the undersigned authority, personally appeared Robert M. Donlon, to me well known to be the person described in and who executed and subscribed to the foregoing Articles of Incorporation, and he acknowledged before me that he executed and subscribed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Palm Beach Gardens, in said County and State, this 1st day of August, 2000.

Debera T. Amedee
Notary Public, State of Florida
My commission expires:



ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept Service of Process for **HERNACKI ENGINEERING AND CONSTRUCTION SERVICES INCORPORATED**, at the place designated in ARTICLE IX of these Articles of Incorporation, I hereby acknowledge that I am familiar with and accept the obligations of that position.

Robert M. Donlon
ROBERT M. DONLON
Registered Agent

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