CAREY, O'MALLEY, WHITAKER & MANSON, P.A.

ATTORNEYS AT LAW

712 S. OREGON AVENUE

MICHAEL R. CAREY DOUGLAS P. MANSON RANDALL P. MUELLER ANDREW M. O'MALLEY DAVID M. PEARCE JANE ELLEN VINCI DANIEL D. WHITAKER

TAMPA, FLORIDA 33606

TELEPHONE: (813) 250-0577 FACSIMILE: (813) 250-9898

October 12, 2001

Corporate Records Bureau Division of Corporations Florida Department of State Post Office Box 6327 Tallahassee, Florida 32314

-10/15/01---01016---005 *****78.75 *****78.75

Re: Burton Engineering, Inc.

To Whom It May Concern:

Enclosed are two originals of Articles of Organization for the above-named corporation. Please file one original and certify and return one original to me.

Also enclosed is our firm check in the amount of \$78.75, to cover the following costs:

1.	Filing fee	\$35.00	
2.	Designation of Registered Agent	35.00	
3.	Certified copy of Charter	8.75	
	Total	\$78.75	

Thank you. If you have any questions, please give me a call.

Sincerely,

CAREY, O'MALLEY, WHITAKER & MANSON, P.A.

Mancy Barnes, Paralegal

NRB/co Enclosures

cc: Burton Engineering, Inc.

225.742a

ARTICLES OF INCORPORATION

OF

2001 OCT 15 PM 12: 55

BURTON ENGINEERING, INC.

- SEURLI II - PER ESTATE TALLAHABSEE FLORIDA

The undersigned hereby organizes a corporation for profit under the provisions of the Florida Business Corporation Act, and pursuant to the following Articles of Incorporation.

ARTICLE 1

<u>Name</u>

The name of this corporation is: Burton Engineering, Inc.

ARTICLE 2

Principal Address / Mailing Address

The principal address and the mailing address of this corporation are 5535 Memorial Highway, Tampa, Florida 33634.

ARTICLE 3

<u>Shares</u>

This corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of One Dollar (\$1.00) par value common stock.

ARTICLE 4

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 5535 Memorial Highway, Tampa, Florida 33634, and the name of the initial registered agent of this corporation at that address is Robert H. Burton.

ARTICLE 5

Incorporator

The name and address of the person signing these Articles are:

Robert H. Burton 5535 Memorial Highway Tampa, Florida 33634

ARTICLE 6

Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one (1). The name and address of the initial director of this corporation are:

Robert H. Burton 5535 Memorial Highway Tampa, Florida 33634

The method of election of directors will be as stated in the Bylaws.

ARTICLE 7

Indemnification

The corporation may enter into indemnification agreements and adopt Bylaw provisions for indemnification of any officer or director, or any former officer or director, or may provide, at the corporation's election, for indemnification of any officer or director, or any former officer or director, without agreement or Bylaw provisions to the full extent permitted by law. The corporation shall not be subject to court-ordered indemnification pursuant to Section 607.0850(9), Florida Statutes.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this day of October, 2001.

Robert H. Burton

Regina Gancar

STATE OF FLORIDA COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this $\underline{9}$ day of October, 2001 by Robert H. Burton.

SEAL

Regina Gancar
Commission # CC 732951
Expires May 9, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.

Type, Print or Stamp Name of Notary	
Personally known	1
or Produced Identification	
Type of Identification Produced	

Acceptance of Registered Agent

Having been named as registered agent to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept the appointment of registered 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.

Robert H. Burton

5535 Memorial Highway Tampa, Florida 33634

20-MRC-65

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