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December 31, 2001

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

The Division of Corporations
Florida Secretary of State
P.O. Box 6327
Tallahassee, Florida 32314

Re: Articles of Incorporation of Watson Engineering, Inc.

Dear Sir or Madame:

Please find enclosed the *original* Articles of Incorporation, along with the filing fee of \$78.75. Please file the *original* and return the stamped copy to me in the enclosed, self-addressed and postage prepaid envelope for my records.

Thank you for your assistance in this matter.

Very truly yours,

OLMSTEAD & OLMSTEAD, L.L.C.



Craig D. Olmstead, Esq.

CDO/akk

Enclosures

cc: Thomas B. Watson, III
w/no enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JAN -8 PM 12:43

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ARTICLES OF INCORPORATION

OF

WATSON ENGINEERING, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JAN -8 PM 12:43

ARTICLE I -- NAME

The name of this corporation is Watson Engineering, Inc.

ARTICLE II -- PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this corporation is:

3010 East Kingsfield Road
Pensacola, Florida 32514

ARTICLE III -- PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV -- CAPITAL STOCK

The aggregate number of shares which this corporation shall have authority to issue is 1000 shares of common stock, all of which are to have a par value of \$0.01.

ARTICLE V -- INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

3010 East Kingsfield Road
Pensacola, Florida 32514

and the name and address of the initial registered agent of this corporation are:

<u>Name</u>	<u>Address</u>
Thomas B. Watson, III	Watson Engineering, Inc. 3010 East Kingsfield Road Pensacola, Florida 32514

ARTICLE VI -- COMMENCEMENT

This corporation shall commence on the date on which these Articles of Incorporation are filed with the Secretary of State of Florida.

ARTICLE VII -- INITIAL BOARD OF DIRECTORS

The initial Board of Directors of this corporation shall be comprised of one (1) person. The number of directors may be either increased or decreased from time to time as provided for in the By-laws of the corporation, but shall never be fewer than one. The name and address of the initial director of this corporation is:

<u>Name</u>	<u>Address</u>
Thomas B. Watson, III	Watson Engineering, Inc. 3010 East Kingsfield Road Pensacola, Florida 32514

ARTICLE VIII -- INCORPORATOR

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

<u>Name</u>	<u>Address</u>
Thomas B. Watson, III	Watson Engineering, Inc. 3010 East Kingsfield Road Pensacola, Florida 32514

ARTICLE IX -- BY-LAWS

The power to alter, amend or repeal the By-laws of this corporation shall be vested in each of the Board of Directors and the shareholders of this corporation. The shareholders of this corporation may amend or adopt a by-law that fixes a greater quorum or voting requirement for shareholders (or voting groups of shareholders) than is required by law.

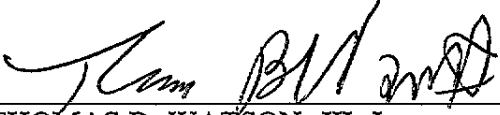
ARTICLE X -- INDEMNIFICATION

This corporation shall indemnify any officer, director or incorporator, or any former officer, director or incorporator, of this corporation to the fullest extent permitted by law.

ARTICLE XI -- AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as incorporator as of the 13th day of December 2001.



THOMAS B. WATSON, III, Incorporator

**ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT**

The undersigned, who has been designated in the foregoing Articles of Incorporation as registered agent for the corporation therein named, hereby agrees that (i) he accepts such appointment as registered agent and will accept service of process for and on behalf of said corporation, and (ii) he is familiar with and will comply with any and all laws relating to the complete and proper performance of the duties and obligations of a registered agent of a Florida corporation.

Dated as of December 13, 2001.



THOMAS B. WATSON, III

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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