

RUMPH, STODDARD & CHRISTIAN

ATTORNEYS AT LAW

SUITE 101, 3100 BUILDING

3100 UNIVERSITY BOULEVARD SOUTH

JACKSONVILLE, FLORIDA 32216

RICHARD C. STODDARD
GARY I. CHRISTIAN

J. QUINTON RUMPH
RETIRED

TELEPHONE (904) 724-5060
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P02000058972
May 24, 2002

FILED
02 MAY 28 AM 10:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32301

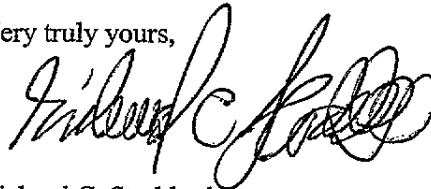
RE: MECHANICAL ENGINEERING & CONSTRUCTION, INC.

Dear Sir or Madam:

I am enclosing herewith for filing the original and one copy of the Articles of Incorporation for **MECHANICAL ENGINEERING & CONSTRUCTION, INC.**, together with our check in the amount of \$78.75 for the filing fee.

Please contact me if you have any questions. Thank you for your cooperation in this regard.

Very truly yours,



Richard C. Stoddard

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

RCS/tlg
Enclosures

cc: Alan G. Cooper

QB 5/29

ARTICLES OF INCORPORATION
OF
MECHANICAL ENGINEERING & CONSTRUCTION, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I.

The name of this corporation is: MECHANICAL ENGINEERING & CONSTRUCTION, INC.

ARTICLE II.

This corporation is organized for the purpose of transacting any or all lawful business permitted under the Laws of the United States and of the State of Florida.

ARTICLE III.

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Hundred (100) shares capital stock having a par value of One Dollar (\$1.00) each.

ARTICLE IV.

This corporation shall have perpetual existence.

ARTICLE V.

The number of directors that the corporation shall have shall be not less than one (1) but may be such greater number as may be elected by the shareholders from time to time in accordance with the Bylaws of the corporation. Initially, the corporation shall have one (1) director.

ARTICLE VI.

The principal office address of the corporation is 11136 River Creek Drive East, Jacksonville, Florida 32223.

ARTICLE VII.

The name and post office address of the member of the first Board of Directors, who shall hold office for the first year of existence of the corporation or until their successor are elected or appointed and have qualified are:

Name

Post Office Address

Alan G. Cooper

Post Office Box 57426
Jacksonville, FL 32241

ARTICLE VIII.

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

Name

Post Office Address

Alan G. Cooper

Post Office Box 57426
Jacksonville, FL 32241

ARTICLE IX.

The name of the initial registered agent of this corporation at that address is Richard C. Stoddard and the street address of the initial registered agent of this corporation is 3100 University Blvd. S., Suite 101, Jacksonville, Florida 32216.

MECHANICAL ENGINEERING & CONSTRUCTION, INC.

ARTICLES OF INCORPORATION

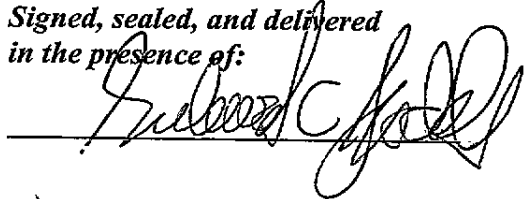
PAGE 2

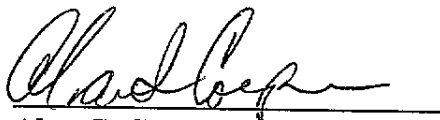
ARTICLE X.

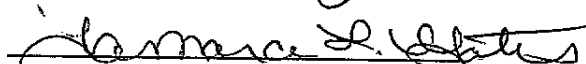
This corporation reserves the right to amend, alter, change or repeal any provisions contained in its Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

THE UNDERSIGNED, being the original incorporator hereinafter named for the purpose of forming a corporation to do business both within and outside of the State of Florida, to make, subscribe, acknowledge, and file these Articles, hereby declares and certifies that the facts herein stated are true and accordingly have hereunto set my hand and seal this 24th day of May, 2002.

Signed, sealed, and delivered
in the presence of:




Alan G. Cooper

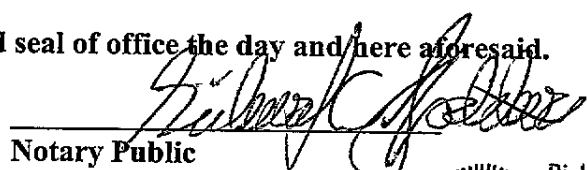

Witnesses as to Incorporator

STATE OF FLORIDA)

COUNTY OF DUVAL)

The foregoing Articles of Incorporation were subscribed before me on this 24 day of May, 2002, by Alan G. Cooper, who is personally known to me and who did take an oath.

GIVEN under my hand and seal of office the day and here aforesaid.


Notary Public
State of Florida at Large
My Commission Expires:



Richard C. Stoddard
Commission # CC 802814
Expires FEB. 23, 2003
BONDED THRU
ATLANTIC BONDING CO., INC.

MECHANICAL ENGINEERING & CONSTRUCTION, INC.

ARTICLES OF INCORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

Pursuant to Section 48.091, Florida Statutes, the following is submitted:

That MECHANICAL ENGINEERING & CONSTRUCTION, INC., a corporation duly organized and existing under the laws of the State of Florida, with its registered office being at 3100 University Blvd. S., Suite 101, Jacksonville, Florida 32216, County of Duval, State of Florida, has named RICHARD C. STODDARD as its registered agent to accept service of process within this state.

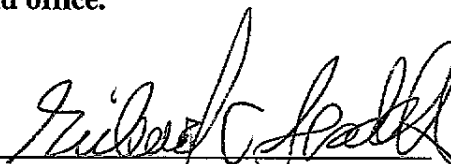
5/24/02
Date


Alan G. Cooper

ACCEPTANCE

Having been named to accept service of process from the above-stated corporation, at the place designated in this certificate, I hereby certify that I am familiar with and accept the obligations of registered agent. I agree to comply with the provisions of said Florida Statutes relative to keeping open said office.

May 24, 2002
Date


Richard C. Stoddard
Registered Agent