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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

May 22, 2003

MATRIX SERVICES INC 1150 WIND WAY CIRCLE KISSIMMEE, FL 34744

SUBJECT: MATRIX SERVICES INC. Ref. Number: W03000014616

We have received your document for MATRIX SERVICES INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6904.

Freida Chesser
 Corporate Specialist
 New Filings Section

Letter Number: 303A00032004

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ARTICLES OF INCORPORATION FOR

THE MATRIX SERVICE GROUP INC

ARTICLE ONE

The name of the corporation is The Matrix Service Group Inc.

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have authority to issue is 1000 of the par value of one dollar (\$1.00) each.

ARTICLE FIVE

The corporation will not commence business until it has received for the issuance of shares consideration of the value of \$1,000 consisting of money, labor done or property actually received.

ARTICLE SIX

The street address of its principal office and initial registered office is 1150 Wind Way Cir, Kissimmee, FL 34744 and the name of its initial registered agent at such address is Diego J. Rodriguez.

ARTICLE SEVEN

The number of directors constituting the initial board of directors is 1, and the name and address of the person who is to serve as director until the first annual meeting of the shareholders or until their successors are elected and qualified are:

Name

Mailing address

Diego J. Rodriguez

1150 Wind Way Cir Kissimmee, FL 34744

ARTICLE EIGHT

The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

ARTICLE NINE

The name and address of each incorporator is:

Name

Mailing address

Diego J. Rodriguez

1150 Wind Way Cir. Kissimmee, FL 34744

Incorporator)

STATE OF FLORIDA COUNTY OF OSCEOLA

Before me personally appeared Diego J. Rodriguez and, to me well known and known to me to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purposes there in expressed.

WITNESS my hand and official seal, this 4

day of June, 2003



Notary Public, State of Florida

ARTICLE TEN

The powers of the incorporators cease upon filing of the Articles of Incorporation.

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

The name of the corporation is The Matrix Service Group Inc.

The name and address of the registered agent and office is:

Diego J. Rodriguez 1150 Wind Way Cir Kissimmee, FL 34744

Date: May 28, 2003

Incorporator

Having been named to accept service of process for the above stated corporation, at the place designated in the certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of section 607.325, Florida Statutes.

Diego J. **R**odriguez

Dated: May 28, 2003