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*Attorneys and Counselors at Law*

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July 25, 2003

Florida Department of State  
Division of Corporations  
Corporate Filings  
P. O. Box 6327  
Tallahassee, Florida 32314

Re: Articles of Incorporation of:  
Southeast Diversified Services Company, Inc.

Greetings:

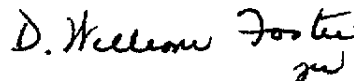
Enclosed is the original and one copy of Articles of Incorporation of the above named proposed corporation.

Please approve these Articles of Incorporation, file the original, certify the copy, and return the same to the undersigned.

Enclosed is a check for \$78.75 for the filing fee, designation of Registered Agent fee, and one certified copy.

Very truly yours,

FOSTER AND FOSTER



D. William Foster

DWF/wh  
Enclosures  
Check: \$78.75

FILE  
03 JUL 28 PM 2:30  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION  
OF  
SOUTHEAST DIVERSIFIED SERVICES COMPANY, INC.**

The undersigned hereby adopts these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, provisions and immunities of a corporation for profit.

**ARTICLE I - INDEX**

ARTICLE I	-	INDEX
ARTICLE II	-	NAME
ARTICLE III	-	DURATION
ARTICLE IV	-	PURPOSE
ARTICLE V	-	CAPITAL STOCK
ARTICLE VI	-	PRINCIPAL OFFICE OF CORPORATION
ARTICLE VII	-	INITIAL REGISTERED OFFICE AND AGENT
ARTICLE VIII	-	INCORPORATORS AND INITIAL STOCKHOLDERS
ARTICLE IX	-	INITIAL BOARD OF DIRECTORS
ARTICLE X	-	INITIAL OFFICERS
ARTICLE XI	-	INDEMNIFICATION
ARTICLE XII	-	BY-LAWS
ARTICLE XIII	-	AMENDMENT

**ARTICLE II - NAME**

The name of the corporation shall be:

**SOUTHEAST DIVERSIFIED SERVICES COMPANY, INC.**

**ARTICLE III - DURATION**

The corporation shall have perpetual existence.

**ARTICLE IV - PURPOSE**

This corporation is organized for the following purposes: To provide design, development and engineering services for utility and gas construction projects to public or private, and for profit

**Southeast Diversified Services Company, Inc.**

**Articles of Incorporation**

**Page Two**

or not for profit entities; to further provide project and construction management, material procurement, sub-contract management, and testing and inspection services for said utility and gas construction projects; to purchase, or lease, or otherwise acquire any interest in real and personal property of every kind, or character; to enter into, make, perform, and carry out any contracts of every kind, for any lawful purpose; to sell, or lease, or mortgage, or otherwise dispose of any real or personal property it owns, or any interest therein; and in general, to purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services, of every class, kind, and description, and to engage in and transact any and all lawful businesses for which corporations may be incorporated under the laws of the State of Florida, except that it shall not conduct a banking, safe deposit, trust, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, fraternal benefit society, state fair or exposition.

**ARTICLE V - CAPITAL STOCK**

The total number of shares authorized to be issued shall be 1,000 shares of common stock with a par value of \$1.00 per share, all of one class, participating voting stock. The consideration for said stock shall be paid for in lawful money of the United States of America, or in property, services, or labor rendered at a just valuation thereof, such valuation to be fixed by the stockholders. All such shares so issued, when the consideration therefore has been paid or delivered, shall be fully paid stock, and it shall not be liable for any further calls or assessments thereon.

**ARTICLE VI - PRINCIPAL OFFICE OF CORPORATION**

The principal office and mailing address for the Corporation shall be 2062 Iowa Avenue Northeast, St. Petersburg, Florida 33703.

**ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation shall be 555 Fourth Street North, St. Petersburg, Florida 33701, and the name of the initial registered agent of the corporation at that address is DAVID W. FOSTER.

**ARTICLE IX - INITIAL BOARD OF DIRECTORS**

## ARTICLE X - INITIAL OFFICERS

## ARTICLE XI - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

FILED

Southeast Diversified Services Company, Inc.

03 JUL 28 PM 2:38

Articles of Incorporation

Page Four

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

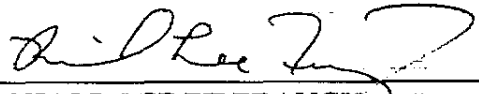
**ARTICLE XII - BY-LAWS**

The power to adopt, alter, amend, or repeal by-laws shall be vested in the stockholders.

**ARTICLE XIII. AMENDMENT**

These Articles of Incorporation may be amended by the stockholders in the manner provided by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 25 day of July, 2003.

 (SEAL)  
RICHARD LEE FIREBAUGH,  
INCORPORATOR

**ACCEPTANCE BY REGISTERED AGENT**

I HEREBY CERTIFY that I am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation beginning this 25 day of July, 2003.

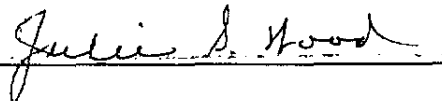
 (SEAL)  
DAVID W. FOSTER, REGISTERED AGENT

STATE OF FLORIDA     )  
COUNTY OF PINELLAS    )

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to administer oaths and take acknowledgments, personally appeared **RICHARD LEE FIREBAUGH**, who is personally known to me and known to me to be the person described in and who executed the foregoing **ARTICLES OF INCORPORATION**, as the **Incorporator**, and **DAVID W. FOSTER**, as the **Registered Agent** of said corporation, who after being by me first duly sworn depose and says that the statements contained in said instrument are true and she acknowledged that **she** executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 25 day of **July**, 2003.

Notary Public: (Signature)





Julie S. Wood  
MY COMMISSION # CC868896 EXPIRES  
September 20, 2003  
BONDED THRU TROY FAIR INSURANCE, INC.