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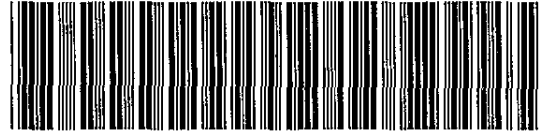
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DIVISION OF CORPORATION

12/20/04
A



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 089887 5017100

AUTHORIZATION :

Patricia Pigato

COST LIMIT : \$ 78.75

ORDER DATE : December 16, 2004

ORDER TIME : 9:39 AM

ORDER NO. : 089887-005

CUSTOMER NO: 5017100

CUSTOMER: Mark P. Kelly, Esq.
Lopez & Kelly, P.a.

Suite 500
4600 West Cypress Street
Tampa, FL 33607

DOMESTIC FILING

NAME: PROFESSIONAL INSPECTION &
CONSTRUCTION SERVICES, INC. --

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP
____ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 2956

EXAMINER'S INITIALS: _____

ARTICLES OF INCORPORATION
OF
PROFESSIONAL INSPECTION & CONSTRUCTION SERVICES, INC.

Article I
Name

The name of this Corporation is PROFESSIONAL INSPECTION & CONSTRUCTION SERVICES, INC.

Article II
Duration

The Corporation shall have perpetual existence.

Article III
Purpose and Principal Place of Business

Purpose. The general purposes for which this Corporation is organized are:

1. To transact any or all lawful business for which corporations may be incorporated under the laws of the State of Florida.
2. To do everything necessary and proper in accomplishing the foregoing and to do anything incidental to the foregoing, all as authorized and not forbidden under the laws of the State of Florida.
3. To possess and have the authority to exercise any and all powers allowed by the laws of the State of Florida.

Principal Place of Business. The initial street address of the principal place of business of the Corporation is:

4907 Shetland Avenue, Tampa, Florida 33615-4419

Article IV
Capital Stock

The amount of capital stock authorized shall consist of 7,500 shares of the common voting stock having a par value of \$1.00 per share, payable in lawful money of the United States of

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America or in property, at a just valuation to be fixed by the Board of Directors of this Corporation. The capital stock of the Corporation may at any time be increased or decreased as provided by the laws of Florida.

Article V
Preemptive Rights

Every shareholder of this Corporation, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata shares thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article VI
Registered Office and Agent

Section 1. The undersigned incorporator of this Corporation, desiring to organize under the laws of the State of Florida, with its principal place of business located in the City of Tampa, State of Florida, has named Mark P. Kelly, Esq. as its agent to accept service of process within this State.

Section 2. 4600 W. Cypress Street, Suite 500, Tampa, Florida 33607 is hereby designated by said incorporator as the Registered Office of the Corporation in the State of Florida, and Mark P. Kelly, Esq. is hereby named as the Registered Agent of the Corporation, whose business office is identical with the said Registered Office.

Article VII
Incorporators

The name and street address of the Incorporator is:

David A. Meacham
4907 Shetland Avenue
Tampa, Florida 33615-4419

Article VIII
Board of Directors

Section 1. This Corporation initially shall have two (2) directors. The number of directors may be increased or diminished from time to time by action in accordance with the Bylaws of the Corporation.

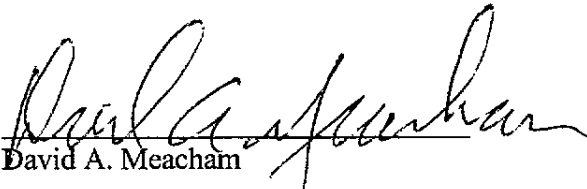
Section 2. The names and addresses of the first members of the Board of Directors who, unless otherwise provided by the Bylaws, shall hold office for the first year of existence of the Corporation or until their successors are elected and qualified are:

David A. Meacham
4907 Shetland Avenue
Tampa, Florida 33615-4419

Ricardo A. Barahona
4907 Shetland Avenue
Tampa, Florida 33615-4419

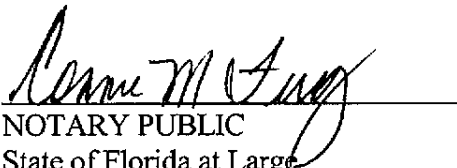
All of the directors of the Corporation shall be at least eighteen (18) years of age.

IN WITNESS WHEREOF, the above-named Incorporator has subscribed his name this 13 day of December, 2004.


David A. Meacham

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing Articles of Incorporation were acknowledged before me by David A. Meacham, this 13 day of December, 2004.


NOTARY PUBLIC
State of Florida at Large
My Commission Expires:

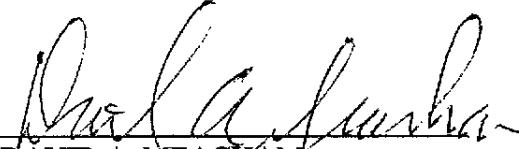


Connie M Fernandez
My Commission DD039346
Expires July 04, 2005

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

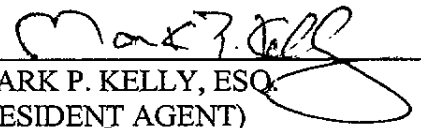
IN COMPLIANCE WITH SECTIONS 48.091 and 607.0501, FLORIDA
STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST--THAT PROFESSIONAL INSPECTION & CONSTRUCTION SERVICES, INC.,
DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF
FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS IN THE CITY OF TAMPA, STATE
OF FLORIDA, HAS NAMED **MARK P. KELLY**, LOCATED AT 4600 W. CYPRESS STREET,
SUITE 500, TAMPA, FLORIDA 33607, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS
WITHIN FLORIDA.



DAVID A. MEACHAM
(CORPORATE OFFICER)
TITLE: President
DATE: 12/13, 2004

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE
ABOVE-STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS 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 ALL MATTERS.



MARK P. KELLY, ESQ.
(RESIDENT AGENT)
DATE: Dec. 13, 2004