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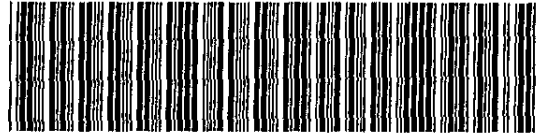
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CORPORATIONS & COMPANIES, INC.

Incorporation Specialists

Foulk & Wilson Professional Centre

Suite 201

910 Foulk Road

Wilmington, Delaware 19803

(302) 652-4800

(800) 318-7407

**Telecopier
(302) 652-6760**

December 14, 2004

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

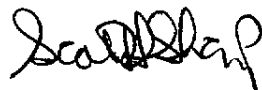
**RE: Articles of Incorporation for
FRP Engineering, Inc.**

To Whom It May Concern:

Please find enclosed the Original Articles of Incorporation and (1 Copy) for the above referenced filing, along with our check in the amount of **\$79.00** to cover the fees for filing. Please file these Articles of Incorporation and return the Certified Copy to us with the attached pre-stamped, self addressed envelope.

If you have any questions concerning this request, please do not hesitate to contact me. Thank you in advance for cooperation and assistance and have a blessed day.

Best Regards,



Scott H. Sharp

:sHs
Enclosures

ARTICLES OF INCORPORATION

of

FRP ENGINEERING, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be: **FRP ENGINEERING, INC.**

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 2221 Hoffner Avenue, Orlando, FL 32809.

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 5,000 shares of common stock at a par value of \$1.00 per share.

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is: Fred R. Pando, 2221 Hoffner Avenue, Orlando, FL 32809.

ARTICLE V - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation are: Scott H. Sharp, c/o Corporations & Companies, Inc., 910 Foulk Road, Suite 201, Wilmington, DE 19803.

ARTICLE VI - PURPOSE

The purpose for which the corporation is organized is: to engage in any lawful business for which corporations may be organized under the Florida Business Corporation Act.

The undersigned has executed these Articles of Incorporation this 14th day of December, 2004.

BY: _____


Scott H. Sharp, INCORPORATOR

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above named corporation at the place designated in these Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

By: Fred R. Pando
Fred R. Pando

DATE: December 14, 2004