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Alison C. Hussey Attorney & Counselor at Law

Florida Bar Number: 0116165 Georgia Bar Number: 380195 email: alisonhussey@paveselaw.com

P.O. Drawer 2280, 461 South Main Street, LaBelle, FL 33975 | (863) 675-5800 | (863) 983-6676 | Fax (863) 675-4998

September 19, 2005

Secretary of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

RE:

Keith Predmore Consulting, Inc.

Our File No.: 72042.001

Gentlemen:

Enclosed you will find an original and one copy of the Articles of Incorporation containing the Registered Agent Designation and Acceptance, of the above referenced corporation. Please file the original, indicate the filing date on the copy, and return the copy to me.

Also enclosed is a check in the amount of \$70.00 covering the fees and charges for the items listed below, as indicated:

- A. Articles of Incorporation filing fee (\$35.00).
- В. Registered Agent Designation Filing Fee (\$35.00).

If the corporation name requested is not available, please call us immediately. Thank you for your cooperation.

Cordially yours,

Alison C. Hussey

ACH/ldw Encl.

ARTICLES OF INCORPORATION

SECRETARY OF STATE TALLAHASSEF. FI ORIDA

05 SEP 22 PM 2: 45

OF

KEITH PREDMORE CONSULTING, INC.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the Corporation ("Corporation") is **KEITH PREDMORE CONSULTING, INC.**

ARTICLE II

The existence of the Corporation shall begin on the date of the filing of these articles of incorporation. This corporation shall engage in any lawful business, but its initial purpose shall be to engage in the business of construction services/management consulting related business.

ARTICLE III

The street address of the principal office of the Corporation is 8175 Wilshire Lake Blvd., Naples, FL 34109.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 1000 par value \$1.00 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered agent is 461 South Main Street, LaBelle, Florida 33935. The mailing address for the registered agent is P.O. Drawer 2280, LaBelle, Florida 33975. The initial registered agent for the Corporation at that address is Alison C. Hussey.

Esquire.

ARTICLE VI

The initial board of directors shall consist of one member. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. The names and addresses of the persons who will serve on the initial board of directors are:

NAME:

ADDRESS:

Keith E. Predmore

8175 Wilshire Lake Blvd.

Naples, FL 34109

ARTICLE VII

The names and street addresses of the persons signing these articles of incorporation are:

Keith E. Predmore 8175 Wilshire Lake Blvd. Naples, FL 34109

ARTICLE VIII

The initial officer of the corporation is:

President

Keith E. Predmore

ARTICLE VIII

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

ARTICLE IX

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To Certain Transfer

Restrictions Imposed By This Corporation's Bylaws, A

Copy of Which is On File At This Corporation's Principal Office."

And:

"The Shares Represented By This Certificate Have Been Issued In Reliance Upon Exemptions From the Registrations Provisions Of Federal And State Securities Laws (United States Securities Act of 1933 And The Florida Securities Act). Therefore, The Transferability of This Certificate is Restricted Until It Is Determined By The Corporation That Any Proposed Transfer Will Not Adversely Affect The Exemptions Relied Upon."

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation.

Keith F Predmore

Date

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Keith Predmore Consulting, Inc. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

Alison C. Hussey

Date

SECRETARY OF STATEM