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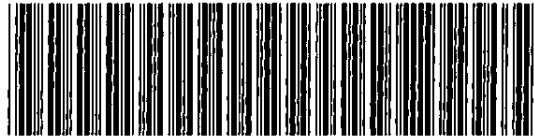
(Business Entity Name)

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5/22/08

COVER LETTER

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

SUBJECT: Fort Pierce Engineering, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy,

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Timothy C. Trewyn
Name (Printed or typed)

2208 River Branch Drive
Address

Fort Pierce, FL 34981
City, State & Zip

(772) 460-1825
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

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Articles of Incorporation

In compliance with Chapter 607 F.S. (Profit)

ARTICLE I - NAME

The name of the corporation (hereinafter called "the Corporation") shall be: Fort Pierce Engineering, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal street address and mailing address is:

2208 River Branch Drive
Fort Pierce, FL 34981

ARTICLE III - PURPOSE

The purpose of the Corporation is to engage in professional engineering in compliance with Chapter 471, Florida Statutes, and related services, and to exercise powers granted under the Laws of the State of Florida, provided that the Corporation shall not engage in any act or activity requiring the consent or approval of any state official, department, board, agency, or other body without such consent or approval first being obtained.

ARTICLE IV - SHARES

The aggregate number of shares that the Corporation shall have authority to issue is 10,000 shares, consisting of 8,000 shares of the par value of Twenty Cents (\$0.20) per share, which shall be designated "common stock," and 2,000 shares of the par value of One Cent (\$0.01) per share, which shall be designated "preferred stock."

(1) Subject to the provisions of the By-laws, as from time to time amended, with respect to the closing of the transfer books and the fixing of a record date, each share of the common stock of the Corporation shall be entitled to one vote on all matters requiring a vote of the stockholders and, subject to the rights of the holders of any outstanding shares of preferred stock issued under this Article IV, shall be entitled to receive such dividends, in cash, securities, or property, as may from time to time be declared by the Board of Directors. In the event of any liquidation, dissolution, or winding up of the Corporation, either voluntary or involuntary, after payment shall have been made to the holders of preferred stock of the full amount to which they shall be entitled under this Article IV, the holders of common stock shall be entitled, to the exclusion of the holders of the preferred stock of any series, to share ratably, according to the number of shares held by them, in all remaining assets of the Corporation available for distribution.

(2) The Board of Directors is authorized, at any time or from time to time, to issue preferred stock into one of the following series:

(a) Class A Preferred Stock. This class shall consist of 500 shares of voting stock, with each share entitled to three votes on all matters requiring a vote of the stockholders. Holders of shares of this class shall have preference in the receipt of any dividends, but such dividends shall be noncumulative, and shall be subordinate to shares of 6% preferred stock. Total dividends paid to this class at any one time shall be limited to 10% of any and all dividends declared at that same time. Holders of this class of stock shall have the same right as common shares in the distribution of assets of the corporation upon liquidation. Shares of

Class A Preferred Stock may be converted to common shares at the rate of three common shares for each Class A Preferred share.

(b) 6% Preferred Stock. This class shall consist of 1500 shares of non-voting stock. Holders of shares of this class shall have preference in the receipt of any dividends, and dividends shall be cumulative. This preference shall be superior to that of holders of Class A Preferred Stock. If no dividends are paid to any shareholder of this class within two years of purchase of a particular number of shares, or for any contiguous two-year period thereafter, then each of those particular shares shall have the right to one vote on all matters requiring a vote of the stockholders. Holders of this class of stock shall have preference in the distribution of assets of the corporation upon liquidation. Each share shall be callable by the Corporation at any time at the price at which it was issued.

ARTICLE V – INITIAL OFFICER AND DIRECTOR

Timothy C. Trewyn
2208 River Branch Drive
Fort Pierce, FL 34981
PRESIDENT AND CHAIRMAN OF THE BOARD

ARTICLE VI – REGISTERED AGENT

The name and Florida street address of the registered agent is:

Timothy C. Trewyn
2208 River Branch Drive
Fort Pierce, FL 34981

ARTICLE VII – INCORPORATOR

The name and address of the Incorporator is:

Timothy C. Trewyn
2208 River Branch Drive
Fort Pierce, FL 34981

ARTICLE VIII – DIRECTORS

The number of directors of the Corporation shall be provided in its By-laws, but not less than one (1) nor more than five (5).

Directors shall be stockholders, subject to the power of the Board of Directors from time to time to prescribe a reasonable time after qualification within which newly elected directors must become stockholders.

Each director, in consideration of serving as such, shall be entitled to receive from the Corporation such amount per annum or such fees for attendance at meetings of the stockholders or of the Board of Directors or of committees of the Board of Directors, or both, as the Board of Directors shall from time to time determine, together with reimbursement for the reasonable expenses incurred in connection with the performance of duties. Nothing herein contained shall preclude any director from serving the Corporation or its subsidiaries in any other capacity and receiving compensation therefor.

ARTICLE IX – ACCOUNT BOOKS

The accounts and books shall be open to the inspection of the stockholders at such times and under terms and conditions determined by law or by the Board of Directors, except the stock book, which shall be open to the inspection of the stockholders during regular business hours in which an Officer of the Corporation is available to provide them.

ARTICLE X - DIVIDENDS

The Board of Directors may from time to time fix, determine, and vary the amount of the working capital of the Corporation; may determine what part, if any, of surplus shall be declared in dividends and paid to the stockholders; may determine the time or times for the declaration and payment of dividends, the amount thereof, and whether they are to be in cash, securities, or properties; may direct and determine the use and disposition of any surplus or net profits over and above the capital, and in its discretion may use or apply any such surplus or accumulated profits in the purchase or acquisition of bonds or other pecuniary obligations of the Corporation to such extent, and in such manner and upon such terms as the Board of Directors may deem expedient.

ARTICLE XI - CONTRACTS, RATIFICATION

In the absence of fraud, any director of the Corporation individually, or any firm or association of which any director is a member, or any corporation of which any director is an officer, director, stockholder, or employee, or in which such director is pecuniarily or otherwise interested, may be a party to, or may be pecuniarily or otherwise interested in, any contract, transaction, or act of the Corporation, and

(1) Such contract, transaction, or act shall not be in any way invalidated or otherwise affected by that fact,

(2) Any such director of the Corporation may be counted in determining the existence of a quorum at any meeting of the Board of Directors or of any committee thereof that shall authorize any such contract, transaction, or act, but may not vote thereon, and

(3) No director of the Corporation shall be liable to account to the Corporation for any profit realized by such director from or through any such contract, transaction, or act; provided, however, that if any such director of the Corporation is so interested either individually or as a member of a firm or association, or as the holder of a majority of the stock of any class of a corporation, the contract, transaction, or act shall be duly authorized or ratified by a majority of the Board of Directors who are not so interested and who know of such director's interest therein.

To the extent permitted by law, any contract, transaction, or act of the Corporation or of the Board of Directors or of any committee thereof that shall be ratified, whether before or after judgment rendered in a suit with respect to such contract, transaction, or act, by the holders of a majority of the stock of the Corporation having voting power at any annual meeting or at any special meeting called for such purpose, shall be as valid and as binding as though ratified by every stockholder of the Corporation and shall constitute a complete bar to any such suit or to any claim of execution in respect of any such judgment; provided, however, that any failure of the stockholders to approve or ratify such contract, transaction, or act, when and if submitted, shall not be deemed in any way to invalidate the same or to deprive the Corporation, its directors, officers, or employees of its or their right to proceed with such contract, transaction, or act.

ARTICLE XII - PREEMPTIVE RIGHTS

The holders of shares of the Corporation shall have no preemptive or preferential right to subscribe for or purchase any shares of the Corporation or any rights or options to purchase

shares of the Corporation or any shares or other securities convertible into or carrying rights or options to purchase shares of the Corporation.

ARTICLE XIII - LIABILITY OF DIRECTORS

The liability of the Corporation's directors to the Corporation or its stockholders for damages for breach of duty as a director shall be eliminated to the fullest extent permitted by Florida law as it exists on the date hereof or as it may hereafter be amended. No amendment to or repeal of this Article shall apply to or have any effect on the liability or alleged liability of any director of the Corporation for or with respect to any acts or omissions of such director occurring prior to such amendment or repeal.

ARTICLE XIV - MAJORITY VOTE FOR CERTAIN EXTRAORDINARY TRANSACTIONS

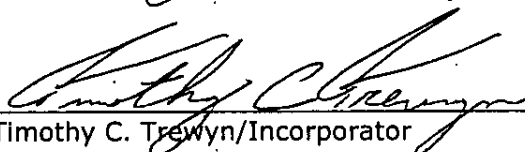
At a meeting of stockholders, the affirmative vote of a majority of the votes of all outstanding shares entitled to vote thereon shall be required to take any of the following actions:

- (a) to adopt a plan of merger or consolidation;
- (b) to approve the sale, lease, exchange or other disposition of all or substantially all of the assets of the Corporation;
- (c) to adopt a plan for the exchange of shares with another Corporation; and
- (d) to authorize the dissolution of the Corporation.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity


Timothy C. Trewyn/Registered Agent

5/20/2008
Date


Timothy C. Trewyn/Incorporator

5/20/2008
Date

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