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Florida Department of State

Division of Corporations

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To:

Division of Corporations
Fax Number : (850) 617-6381

From:

Account Name : INCORPORATING SERVICES FL
Account Number : I20050000052
Phone : (302) 531-0855
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DIVISION OF CORPORATION

FLORIDA PROFIT/NON PROFIT CORPORATION

Southern States Environmental and Geotechnical Servi

Certificate of Status	0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

SOUTHERN STATES ENVIRONMENTAL AND GEOTECHNICAL SERVICES, INC.

In compliance with Chapter 607, F.S., and for the purposes of forming a for-profit business corporation in Florida, the undersigned desire to form a corporation according to the following Articles of Incorporation.

1. The name of the Corporation is Southern States Environmental and Geotechnical Services, Inc.
2. The purpose for which the Corporation is formed is to engage in any lawful act or activity for which a corporation may be organized under the Florida Statutes, provided that the Corporation is not formed to nor will it 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.
3. The office of the Corporation shall be located in the County of Collier, State of Florida.
4. The aggregate number of shares which the Corporation shall have authority to issue is 200, all of which are to be shares of Common Stock, no par value.
5. Brian V. McAvoy, Esq., is hereby designated as registered agent of the Corporation upon whom process in any action or proceeding against it may be served, and the address to which the Secretary of State shall mail a copy of process in any action or proceeding against the Corporation which may be served upon the Secretary of State is 5551 Ridgewood Drive, Suite 405, Naples Florida 34108.
6. The initial officers and directors of the corporation are as follows:

<u>Name</u>	<u>Address</u>	<u>Title</u>
Christopher C. Stohl	50 Northledge Drive Amherst, NY 14226	President Director
Edward Hirshenson	17 Eastbourne Crescent Patchogue, NY 11772	Vice President Director
Suzanne Jacobi	134 Tanglewood Drive Orchard Park, NY 14127	Secretary Treasurer Director

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7. A member of the Corporation's Board of Directors shall not be personally liable to the Corporation or its shareholders for damages for any breach of duty in his or her capacity as such; provided, however, that the foregoing shall not be construed to eliminate (a) the liability of any director if a judgment or other adjudication adverse to such director establishes that such director's acts or omissions were in bad faith or involved intentional misconduct or a knowing violation of law, or that such director personally gained in fact a financial profit or other advantage to which he or she was not legally entitled, or that such director's acts violated Section 607.0834 of the Florida Business Corporation Act, or (b) the liability of any director for any act or omission prior to the adoption of this Paragraph. If the Business Corporation Law is amended after adoption of this Paragraph to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of any director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Florida Business Corporation Act as so amended. Any repeal or modification of this Paragraph by the shareholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.


8. Whenever shareholders are required or permitted to take any action by vote, such action may be taken without a meeting on written consent, setting forth the action so taken, signed by the holders of outstanding shares having not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all shares entitled to vote thereon were present and voted.

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


Signature/Registered Agent

JUNE 9, 2008
Date

9th IN WITNESS WHEREOF, the undersigned has executed this Certificate this day of June, 2008.


Edward J. Snyder, II, Incorporator
Harter Secrest & Emery LLP
Twelve Fountain Plaza, Suite 400
Buffalo, New York 14202
Telephone: (716) 853-1616