

P950000 1245

December 27, 1994

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

EFFECTIVE DATE

12-27-94

FILED  
JAN 3 1995

SUBJECT: Alternative Engineering & Supply, Inc.

Enclosed please find an original and one (1) copy of the articles on incorporation for the above corporation and the amount of \$70.00 for fees (\$35.00 Designation of Registered Agent and \$35.00 for Filing fee).

As per Article VII, the effective date of this Corporation is to be December 27, 1994, which is five working days prior to your receipt of same.

Thank you in advance for your attention to this matter.

FROM: P. Miller  
3438 E. Lake Rd., Suite 14-683  
Palm Habor, Florida 34685

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F. CHESSER JAN 6 1995

ARTICLES OF INCORPORATION

OF

ALTERNATIVE ENGINEERING & SUPPLY, INC.

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

EFFECTIVE DATE

12-27-94

ARTICLES I NAME

The name of the corporation shall be:

Alternative Engineering & Supply, Inc.

ARTICLES II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

3438 E. Lake Rd., Suite 14-683  
Palm Habor, Florida 34685

ARTICLES III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is :

Seventy-Five Hundred (7,500)  
of Common Stock

ARTICLES IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

P. Miller  
3438 E. Lake Rd., Suite 14-683  
Palm Harbor, Florida 34685

ARTICLES V INCORPORATORS

The name and street address of the incorporator to these Articles of Incorporation is:

P. Miller  
3438 E. Lake Rd., Suite 14-683  
Palm Harbor, Florida 34685

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#### ARTICLE VI - Business and Activities

This corporation may, and is authorized to, engage in any of the following activities:

A. OWN AND TRANSFER REAL AND PERSONAL PROPERTY: Purchase, receive, own, hold, improve, and use real or personal property, or any interest in real or personal property wherever situated, and sell, convey, lease, exchange, transfer, mortgage, or pledge, any of Corporation's real property and other assets, or any interest in Corporation's real property and other assets.

B. ENGAGE IN REAL ESTATE BUSINESS: Engage generally in the real estate business as principal, agent, broker, or any other lawful capacity, and generally take, lease, purchase, or otherwise acquire, and own, use, hold, sell, convey, exchange, lease, mortgage, work, clear, improve, develop, divide, and handle, manage, operate, deal in and dispose real property of any nature together with the improvements on and any interest or right in the real property; take, pledge, mortgage, and deal in and dispose of, as principal, agent, trustee, broker, or in any other lawful capacity, such personal property, chattels, chattels real, rights, easements, privileges, chooses in action, notes, bonds, mortgages, and securities as may lawfully be acquired, held, or disposed of; and acquire, purchase, sell, assign, transfer, dispose of, and generally deal in and with, as principal, agent, trustee, broker, or in any other lawful capacity, mortgages and other interests in real, personal, and mixed properties; carry on a general construction, contracting, building, and realty management business as principal, agent, trustee, representative, contractor, subcontractor, or in any other lawful capacity.

C. ACQUIRE GOING BUSINESSES: Acquire by purchase, exchange or otherwise, all, or any part of, or any interest in, the properties, assets, business and good will of any one or more persons, firms, associations, or corporations heretofore or hereafter engaged in any business for which a corporation may now or hereafter be organized under the laws of the State of Florida; pay for the same in cash, property or corporation's own or other securities; hold, operate, reorganize, liquidate, sell or in any manner dispose of the whole or any part thereof; and in connection therewith, assume or guaranty performance of any liabilities, obligations or contracts of such persons, firms, associations or corporations, and to conduct the whole or any part of any business thus acquired.

D. BORROW MONEY AND ISSUE INSTRUMENTS OF INDEBTEDNESS: Borrow money without limit as to amount and at such rates of interest as Corporation may determine; from time to time issue and sell Corporation's notes, bonds, debentures, and other obligations, in amounts, terms and conditions, for purposes and for prices, now or hereafter permitted by the laws of the State of Florida and by this certificate of incorporation, as the Board of Directors of Corporation may determine; and to secure any of its obligations by

mortgage, pledge, or other encumbrance of all or any of its property, franchises and income.

E. MAKE CONTRACTS OF GUARANTY AND SURETYSHIP: Make contracts of guaranty and suretyship of all kinds and indorse or guarantee the payment of principal, interest or dividends upon, and guaranty the performance of sinking fund or other obligations of, any securities, and guaranty in any way permitted by law the performance of any of the contracts or other undertakings in which Corporation may otherwise be or become interested, of any persons, firm, association, trust, corporation, government or agency or instrumentality thereof, or of any other combination, organization or entity.

F. ISSUE NEGOTIABLE INSTRUMENTS: Draw, make, accept, indorse, discount, execute, and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures, and other negotiable or transferable instruments and evidence of indebtedness whether secured by mortgage or otherwise, as well as to secure the same by mortgage or otherwise, so far as may be permitted by the laws of the State of Florida.

G. CONDUCT BUSINESS ANYWHERE IN WORLD: Promote and exercise all or any part of the Corporation's purposes and powers in any and all parts of the world, and conduct Corporation's business in all or any of its branches as principal, agent, trustee, broker, factor, contractor, and in any other lawful capacity, either alone or through or in conjunction with any corporations, associations, partnerships, firms, trusts, syndicates, individuals, organizations, and other entities in any part of the world, and, in conducting Corporation's business and promoting any of its purposes, maintain offices, branches and agencies in any part of the world, make and perform any contracts and do any acts and things, and carry on any business, and exercise any powers and privileges suitable, convenient, or proper for the conduct, promotion, and attainment of any of the business and purposes herein specified or which at any time may be incidental thereto or may appear conducive to or expedient for the accomplishment of any of such business and purposes and which might be engaged in or carried on by a corporation incorporated or organized under the laws of the State of Florida and have and exercise all of the powers conferred by the laws of the State of Florida upon corporations incorporated or organized under the laws of that state.

H. LEND MONEY: Lend money in furtherance of Corporation's purposes and invest and reinvest Corporation's funds from time to time to such extent, to such persons, firms, associations, corporations, governments or agencies or instrumentalities thereof, and on such terms and on such security, if any, as the Board of Directors of Corporation may determine.

I. ENUMERATION OF PURPOSES AND POWERS NOT LIMITING: The provisions of this Article shall be construed both as purposes and powers and each as an independent purpose and power. The enumeration of

specific purposes and powers shall not be held to limit or restrict in any manner the purposes and powers of Corporation, and the purposes and powers specified, except when otherwise provided in this Article, shall not be limited or restricted by reference to, or interference from, the terms of any provision of this or any other Article of this certificate of incorporation; provided that Corporation shall not conduct any business, promote any purpose, or exercise any power or privilege within or without the State of Florida which, under its laws, Corporation may not lawfully conduct, promote, or exercise.

#### ARTICLE VII - Term of Existence

The effective date upon which this corporation shall come into existence is DECEMBER 27, 1994 and it shall exist perpetually thereafter unless dissolved according to law.

#### ARTICLE VIII - Initial Director and Organizational Meeting

A. Initially, this corporation shall have ONE director, P. MILLER whose address is 3438 E. Lake Rd., Suite 11-683, Palm Harbor, Florida 34685, who shall hold the organization meeting of this corporation.

B. Nothing in these articles shall be construed to preclude any stockholder from serving the corporation in any other capacity or receiving compensation therefor.

The undersigned has executed these Articles of Incorporation this 27th day of December, 1994.



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P. Miller/Incorporator

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is:

ALTERNATIVE ENGINEERING & SUPPLY, INC.

2. The name and address of the registered agent and office is:

P. MILLER  
(NAME)

3438 E. LAKE RD., SUITE 14-683  
(P. O. BOX NOT ACCEPTABLE)

PALM HARBOR, FLORIDA 34685  
(CITY/STATE/ZIP)

SIGNATURE

P. Miller  
P. Miller

TITLE

Incorporator

DATE: December 27, 1994

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.

SIGNATURE

P. Miller  
P. Miller

DATE: December 27, 1994