

VINCENT'S BUSINESS SERVICES, INC.,
6325 ARLINGTON ROAD
JACKSONVILLE, FL 32211

(904) 744-2439

PA60000 17443

CORPORATE RECORDS DIVISION
FLORIDA DEPARTMENT OF STATE
POST OFFICE BOX 6327
TALLAHASSEE, FL 32314

GENTLEMEN:

ENCLOSED FIND ONE ORIGINAL AND ONE COPY OF THE ARTICLES OF
INCORPORATION OF

ALSO FIND ENCLOSED A CHECK PAYABLE TO THE SECRETARY OF STATE IN THE
AMOUNT IS \$122.50 WHICH INCLUDES THE STATUTORY FILING FEE. YOUR
ASSISTANCE IN ESTABLISHING THIS CORPORATION IS APPRECIATED.

SINCERELY,


DANIEL M. STATEN
PRESIDENT

ENCLOSURES

_____ GAVE
AUTHORIZATION BY PHONE TO
CORRECT corrected
DATE 2/21/81
DOC. EXAM 10/25

11-5
2-2-81

ARTICLES OF INCORPORATION
OF
VENCIENT'S BUSINESS SERVICES, INC.

THE UNDERSIGNED SUBSCRIBER, DANIEL M. STATEN, TO THESE ARTICLES OF INCORPORATION, BEING A NATURAL PERSON COMPETENT TO CONTRACT, DESIRING THAT THEY MAY BE INCORPORATED, FOR SUCH PURPOSE DO HEREBY MAKE, EXECUTE AND ADOPT THE FOLLOWING ARTICLES OF INCORPORATION TO FORM A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I

THE NAME OF THIS CORPORATION IS
VENCIENT'S BUSINESS SERVICES, INC.

ARTICLE II

THE PURPOSE OF THE CORPORATION IS TO ENGAGE IN ANY LAWFUL ACT OR ACTIVITY FOR WHICH CORPORATIONS MAY BE ORGANIZED UNDER THE GENERAL CORPORATION LAW OF THE STATE OF FLORIDA, WITH ALL THE POWERS CONFERRED UPON CORPORATIONS BY THE PRESENT AND FUTURE LAWS AND STATUTES OF SAID STATE, AND AS DETERMINED BY THE STOCKHOLDERS.

ARTICLE III

THE MAXIMUM NUMBER OF SHARE OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS

1,000 SHARES OF COMMON STOCK OF
PAR VALUE OF \$1.00 PER SHARE

THE SHAREHOLDERS SHALL HAVE PRE-EMPTIVE RIGHTS. EVERY SHAREHOLDER UPON THE SALE FOR CASH OF ANY NEW STOCK OF THIS CORPORATION OF THE SAME KIND, CLASS, OR SERIES AS THAT WHICH HE ALREADY HOLDS, SHALL HAVE THE RIGHT TO PURCHASE HIS PRO RATA SHARE THEREOF AT THE PRICE AT WHICH IT IS OFFERED TO OTHERS.

THE SHAREHOLDERS MAY, BY BY-LAW PROVISION OR BY WRITTEN SHAREHOLDERS' AGREEMENT, IMPOSE SUCH RESTRICTIONS ON THE SALE, TRANSFER OR ENCUMBRANCE OF THE STOCK OF THIS CORPORATION AS THEY MAY SEE FIT.

ARTICLE IV

THIS CORPORATION IS TO HAVE PERPETUAL EXISTENCE AND THE COMMENCEMENT OF THE CORPORATE EXISTENCE SHALL BE FEBRUARY 22, 1995.

ARTICLE V

THE INITIAL ADDRESS OF THE PRINCIPAL OFFICE OF THIS CORPORATION IN THE STATE OF FLORIDA IS 6325 ARLINGTON ROAD, JACKSONVILLE, FL 32211. THE BOARD OF DIRECTORS FROM TIME TO TIME MAY MOVE THE PRINCIPAL OFFICE TO ANY OTHER ADDRESS IN THE STATE OF FLORIDA.

ARTICLE VI

THIS CORPORATION SHALL HAVE THREE DIRECTORS INITIALLY. THE NUMBER OF DIRECTORS MAY BE INCREASED OR DECREASED FROM TIME TO TIME BY THE BY-LAWS ADOPTED BY THE STOCKHOLDERS, BUT SHALL NEVER BE LESS THAN ONE. THE NAMES AND ADDRESSES OF THE INITIAL DIRECTORS ARE:

NAME

ADDRESS

DANIEL M. STATEN

2439 ALDEN TRACE BLVD. E.
JACKSONVILLE, FL 32246

ARTICLE VII

IT IS THE INTENT OF THE INCORPORATORS THAT THE CORPORATION WILL QUALIFY UNDER SECTION 1244 OF THE INTERNAL REVENUE CODE.

ARTICLE VIII

THE NAME AND ADDRESS OF THE INCORPORATOR TO THESE ARTICLES OF INCORPORATION IS:

NAME

ADDRESS

DANIEL M. STATEN

2439 ALDEN TRACE BLVD. E.
JACKSONVILLE, FL 32246

ARTICLE IX

THE CORPORATION SHALL INDEMNIFY ANY AND ALL PERSONS WHO MAY SERVE OR WHO HAVE SERVED AT ANY TIME AS DIRECTORS OR OFFICERS, OR WHO AT THE REQUEST OF THE BOARD OF DIRECTORS OR OFFICERS OF ANOTHER CORPORATION IN WHICH THE CORPORATION AT SUCH TIME OWNED OR MAY OWN SHARES OF STOCK OR OF WHICH IT WAS OR MAY BE A CREDITOR, AND THEIR RESPECTIVE HEIRS, ADMINISTRATORS, SUCCESSORS, AND ASSIGNS, AGAINST ANY AND ALL EXPENSES, INCLUDING AMOUNTS PAID UPON JUDGMENTS, COUNSEL FEES, AND AMOUNTS PAID IN SETTLEMENT (BEFORE OR AFTER SUIT IS COMMENCED), ACTUALLY AND NECESSARILY INCURRED BY SUCH PERSONS IN CONNECTION WITH THE DEFENSE OR SETTLEMENT OF ANY CLAIM, ACTION, SUIT OR PRECEDING IN WHICH THEY, OR ANY OF THEM, ARE MADE PARTIES, OR A PARTY, OR WHICH MAY BE ASSERTED AGAINST THEM OR ANY OF THEM, BY REASON OF BEING OR HAVING BEEN DIRECTORS OR OFFICERS OR A DIRECTOR OR OFFICER OF THE CORPORATION, OR OF SUCH OTHER CORPORATION, EXCEPT IN RELATION TO MATTERS AS TO WHICH ANY DIRECTOR OR OFFICER OR FORMER DIRECTOR OR OFFICER OR PERSON SHALL BE ADJUDGED IN ANY ACTION, SUIT, OR PROCEEDING TO BE LIABLE FOR HIS OWN NEGLIGENCE OR MISCONDUCT IN THE PERFORMANCE OF HIS DUTY. SUCH INDEMNIFICATION SHALL BE IN ADDITION TO ANY OTHER RIGHTS TO WHICH THOSE INDEMNIFIED MAY BE ENTITLED UNDER ANY LAW, BY-LAW, AGREEMENT, VOTE OF STOCKHOLDERS, OR OTHERWISE, AND THE CORPORATION SHALL INDEMNIFY ANY OFFICER OR DIRECTOR, OR ANY FORMER OFFICER OR DIRECTOR, TO THE FULL EXTENT PERMITTED BY LAW.

ARTICLE A

THE REGISTERED OFFICE SHALL BE 6325 ARLINGTON ROAD JACKSONVILLE FL 32211 AND THE REGISTERED AGENT AT THAT SAME ADDRESS IS DANIEL M. STATEN

ARTICLE XI

THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE MANNER PROVIDED BY LAW. EVERY AMENDMENT SHALL BE APPROVED BY THE HOLDER OR HOLDERS OF A MAJORITY OF THE STOCK ENTITLED TO VOTE THEREON



DANIEL M. STATEN

STATE OF FLORIDA

COUNTY OF DUVAL

I HEREBY CERTIFY THAT ON THIS DAY, BEFORE ME, A NOTARY PUBLIC DULY AUTHORIZED IN THE STATE AND COUNTY NAMED ABOVE TO TAKE ACKNOWLEDGMENTS, PERSONALLY APPEARED DANIEL M. STATEN TO ME WELL KNOWN TO BE THE PERSON DESCRIBED AS THE INCORPORATOR IN AND WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND THEY ACKNOWLEDGED BEFORE ME THAT THEY SUBSCRIBED TO THOSE ARTICLES OF INCORPORATION

WITNESS MY HAND AND OFFICIAL SEAL IN THE COUNTY AND STATE NAMED ABOVE, THIS 26th day of February, 1995


ROSALIND M. THOMAS
NOTARY PUBLIC

Notary Public, State of Florida
My Commission Expires June 9, 1995

MY COMMISSION EXPIRES

#0007732

The above signer is personally known to me

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR ENERGY TECHNOLOGIES OF FLORIDA, INC. AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, DANIEL M. STATEN AGREES TO ACT IN THIS CAPACITY, AND AGREES TO COMPLY WITH THE PROVISIONS OF SECTION 48.091 RELATIVE TO KEEPING SUCH OFFICE OPEN


DANIEL M. STATEN
DATE 2/20/95