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FILED
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SECRETARY OF STATE
STATE OF FLORIDA

ALVARO E. BASTIDAS
PHILIP E. DAVIS
10031 Pines Boulevard
Suite 214
Pembroke Pines, FL 33026
305/437-2820

March 27, 1995

Secretary of State
State of Florida
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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-03/31/95--01080--007
*****70.00 *****70.00

RE: ENGINEERING DESIGN SOLUTIONS, INC.

Dear Sir or Madam:

Please find enclosed the original and one copy of the Articles of Incorporation for ENGINEERING DESIGN SOLUTIONS, INC., together with our check in the amount of \$70.00 made payable to the State of Florida, Secretary of State, to cover the filing fees.

After filing these article, we would appreciate receiving a stamped "filed" copy, together with our Certificate of Incorporation. A self-addressed, stamped envelope is provided for your convenience in so doing.

Please do not hesitate to contact us if anything further is needed. Your assistance is greatly appreciated.

Very truly yours,

ALVARO E. BASTIDAS

Encls.

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
ENGINEERING DESIGN SOLUTIONS, INC.

ARTICLE I.
NAME

The name of this corporation is ENGINEERING DESIGN SOLUTIONS, INC.

ARTICLE II.
DURATION

This corporation shall have perpetual existence.

ARTICLE III.
PURPOSE

This corporation is organized for all lawful purposes.

ARTICLE IV.
INITIAL ADDRESS

The initial address of this corporation is 10031 Pines Boulevard, Suite 214, Pembroke Pines, FL 33026.

ARTICLE V.
CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of common stock at \$1.00 par value. The amount of capital with which the corporation will begin business is \$1,000.00.

ARTICLE VI.
INITIAL REGISTERED OFFICE AND AGENT

The initial registered agent of this corporation is ALVARO E. BASTIDAS, and the initial registered office of that agent is as follows:

10031 Pines Boulevard
Suite 214
Pembroke Pines, FL 33026

ARTICLE VII.
INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be increased from time to time by the By-Laws but never shall be less than one. The name and address of the initial directors of this corporation are:

ALVARO E. BASTIDAS
10031 Pines Boulevard
Suite 214
Pembroke Pines, FL 33026
and

PHILIP E. DAVIS
10031 Pines Boulevard
Suite 214
Pembroke Pines, FL 33026

ARTICLE VIII.
INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

ALVARO E. BASTIDAS
10031 Pines Boulevard
Suite 214
Pembroke Pines, FL 33026

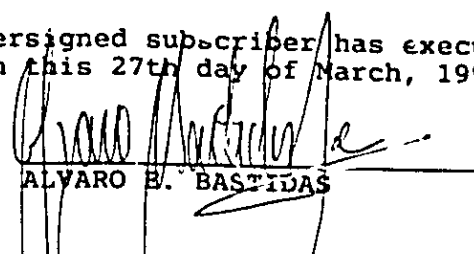
ARTICLE IX.
INDEMNIFICATION

This corporation shall indemnify any officer or director or any former officer or director to the fullest extent permitted by law.

ARTICLE X.
AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 27th day of March, 1995.

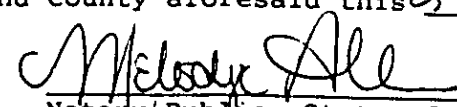

ALVARO E. BASTIDAS

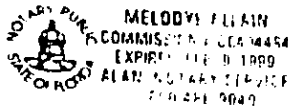
STATE OF FLORIDA)
COUNTY OF BROWARD)

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared, ALVARO E. BASTIDAS, who is personally known to me or who has produced a valid driver's license, and known by me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF I have hereunto set my hand and affixed my official seal in State and County aforesaid this 27th day of March, 1995.

My Commission Expires:


Notary Public, State of Florida
at Large

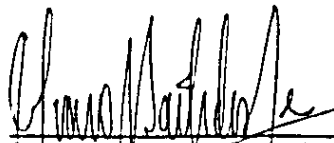


Certificate designating place of business or domicile for the service of process within Florida, naming agent upon whom process may be served.

In compliance with Section 607.0501, Florida Statutes, the following is submitted:

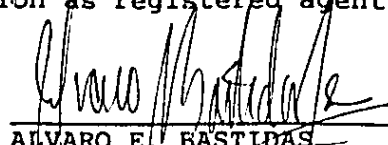
First, that ENGINEERING DESIGN SOLUTIONS, INC., desiring to organize or qualify under the laws of the State of Florida, has named ALVARO E. BASTIDAS, located at 10031 Pines Boulevard, Suite 214, Pembroke Pines, FL 33026, as its agent to accept service of process within Florida.

DATED: March 27, 1995.


ALVARO E. BASTIDAS
Incorporator

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATED: March 27, 1995.


ALVARO E. BASTIDAS

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA