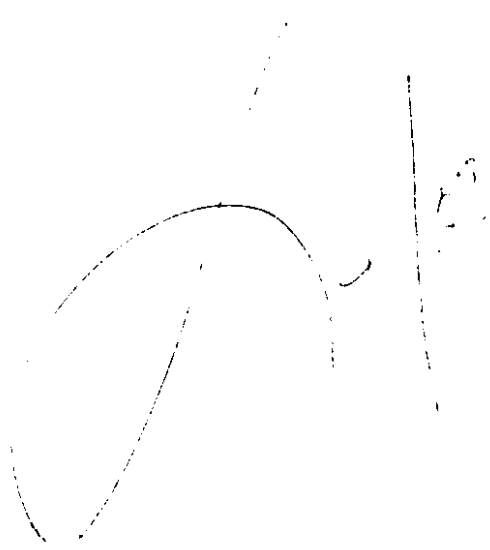
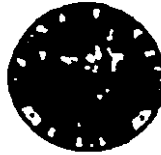


# P95000033454

4/25/95 1:07 PM  
DIVISION OF CORPORATIONS  
PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET  
TO: DIVISION OF CORPORATIONS FROM: CORPORATE CREATIONS MIAMI  
DEPARTMENT OF STATE 4437 SHERIDAN AVE  
STATE OF FLORIDA  
409 EAST GAINES STREET  
TALLAHASSEE, FL 32399  
FAX: (904) 922-4000  
MIAMI BEACH FL 33140-0000-  
CONTACT: JOSEPH MATA  
PHONE: (305) 538-9091  
FAX: (305) 538-8994  
NAME: COMPETITIVE ENGINEERING RESEARCH & DEVELOPMENT CORP.  
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.  
FAX AUDIT NUMBER: H95000004659  
CURRENT STATUS: REQUESTED  
DATE REQUESTED: 04/25/1995  
TIME REQUESTED: 17:57:27  
CERTIFIED COPIES: 0  
CERTIFICATE OF STATUS: 1  
NUMBER OF PAGES: 4  
METHOD OF DELIVERY: FAX  
ESTIMATED CHARGE: \$78.75  
ACCOUNT NUMBER: 075114001215  
Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.  
(((H95000004659)))  
\*\* ENTER 'M' FOR MENU. \*\*  
ENTER SELECTION AND <CR>:



STC



FLORIDA DEPARTMENT OF STATE  
Sandra B. Morham  
Secretary of State

April 27, 1995

CORPORATE CREATIONS MIAMI

MIAMI BEACH, FL

SUBJECT: COMPETITIVE ENGINEERING RESEARCH & DEVELOPMENT CORP.  
REF: W95000008987

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

PLEASE NOTE: THE ATTACHED DOCUMENT RECEIVED IS NOT FAX AUDIT # H9500004659, THIS FAX AUDIT # IS H9500004658 WHICH IS FOR A CORPORATION NAME: T. CAYMAN ENTERPRISES, INC. WHICH HAS ALREADY BEEN FILED. DOC. # P95000032636, PLEASE SEND THE DOCUMENT FOR: COMPETITIVE ENGINEERING RESEARCH & DEVELOPMENT CORP. THANKS!!!!!!!!!!

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole  
Corporate Specialist

FAX Aud. #: H95000004659  
Letter Number: 695A00020067

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

Articles of Incorporation  
of  
Competitive Engineering Research & Development Corp.

Article I. Name

The name of this Florida corporation is Competitive Engineering Research & Development Corp.

Article II. Address

The mailing address of the Corporation is:

Competitive Engineering Research & Development Corp.  
P.O. Box 33053  
Palm Beach Gardens , FL 33420

Article III. Capital Stock

The Corporation shall have the authority to issue 2000 shares of common stock, par value \$.01 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

Corporate Creations Enterprises Inc.  
4521 PGA Boulevard, Suite 211  
Palm Beach Gardens, FL 33418

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the

Corporate Creations International Inc.  
4437 Sheridan Avenue  
Miami Beach, FL 33140  
(305) 538-9091

H95000004659

Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

Richard S. Reilly

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc.  
4437 Sheridan Avenue  
Miami Beach, FL 33140

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective as of April 28, 1995.

The authorized representative of the incorporator executed these Articles of Incorporation on April 28, 1995.

Corporate Creations International Inc.

By: Joseph P. Mata  
Joseph P. Mata, Secretary

Corporate Creations International Inc.  
4437 Sheridan Avenue  
Miami Beach, FL 33140  
(305) 538-9091

H95000004659

H95000004659

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

**CORPORATION:**

Competitive Engineering Research & Development Corp.

**REGISTERED AGENT:**

Corporate Creations Enterprises Inc.  
4521 PGA Boulevard, Suite 211  
Palm Beach Gardens, FL 33418

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

Corporate Creations Enterprises Inc.

Joseph P. Mata  
Johnny C. Rodriguez, Vice President  
By: Joseph P. Mata as Attorney in Fact

Date: April 28, 1995

Corporate Creations International Inc.  
4437 Sheridan Avenue  
Miami Beach, FL 33140  
(305) 538-9091

H95000004659