

LAW OFFICES OF
BROD & SPEARS, P.A.

SHERMAN M. BROD
Personal Injury
Wrongful Death
Trial Practice

PLEASE REPLY TO
5100 W. KENNEDY BOULEVARD
SUITE 595
TAMPA, FL 33609
FACSIMILE: (813) 287-2967

IRIC VONN SPEARS
Personal Injury
Wrongful Death
Trial Practice

P95000048172

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida 32314

500001516575
-06/19/95--01043--014
****122.50 ****122.50

Re: City Construction Company Of Florida

EFFECTIVE DATE

6-15-95

Dear Sirs:

Enclosed is the original and one copy of the Articles of Incorporation of the above-named corporation. Please file the original, certify the copy and return the certified copy to me in the enclosed, self-addressed envelope.

Also enclosed is my check in the amount of \$122.50 for the filing fee, certification fee and registered agent's fee.

Thank you for your assistance in this matter.

Sincerely,

Sherman M. Brod
SHERMAN M. BROD

SMB/lr

Enclosure

6/20

FILED
55 JUN 19 PM 4:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CLEARWATER-LARGO
BAY PARK EXECUTIVE CENTER
18860 U.S. Hwy 19 N.
CLEARWATER, FLORIDA 34624
(813) 587-0771

TAMPA OFFICE
5100 W. KENNEDY BOULEVARD • SUITE 595
TAMPA, FLORIDA 33609
(813) 286-8366
DIRECT FROM PINELLAS CO. (813) 821-0029

ST. PETERSBURG
2010 5TH AVENUE N.
ST. PETERSBURG, FLORIDA 33713
(813) 587-0771

ARTICLES OF INCORPORATION
OF
CITY CONSTRUCTION COMPANY OF FLORIDA

FILED
95 JUN 19 PM 4:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED INCORPORATORS HEREBY execute these Articles of Incorporation, for the purpose of becoming a corporation for profit under the laws of the State of Florida.

FIRST: CITY CONSTRUCTION COMPANY OF FLORIDA

The name of this corporation shall be:

CITY CONSTRUCTION COMPANY OF FLORIDA

EFFECTIVE DATE

SECOND: COMMENCEMENT AND DURATION

Corporate existence shall commence on June 15, 1995, provided the original of these Articles of Incorporation are filed within five (5) days; otherwise, upon filing with the Department of State; and shall continue perpetually until dissolved by due process of law.

THIRD: PRINCIPAL OFFICE &
REGISTERED OFFICE AND AGENT

The street address of the initial principal office shall be:


5100 W. Kennedy Blvd., Suite 595
Tampa, Florida 33609

and the street address of the registered office, and the name of the initial registered agent, of this corporation are:

Registered Office: 5100 W. Kennedy Blvd., Suite 595
Tampa, Florida 33609

Registered Agent: SHERMAN M. BROD

I, the above named Registered Agent, do hereby accept such designation, and the duties imposed thereby.


SHERMAN M. BROD
Registered Agent

FOURTH:

GENERAL PURPOSE AND POWERS

This Corporation is being organized to transact any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act, and it shall possess and may exercise all of the corporate powers enumerated in said Act. More particularly, without limitation, this Corporation may do any or all of the things hereafter set forth to the same extent as natural persons might or could do in any part of the world, namely:

1. Sell goods and/or services, and accept fees, commissions and/or profits for the same.

2. Become licensed by any licensing authority to engage in any profession or occupation which requires a corporation to be so licensed.

3. Act as an agent of or for any individual, firm or corporation which so authorizes this Corporation.

4. To purchase, lease, receive or otherwise acquire; own, vote, improve or use; sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer and otherwise dispose of; any and all personal and/or real property or any interest therein, wherever situated, specifically including, without limitation, land, buildings, business concerns and undertakings, shares of stock in domestic or foreign corporation, mortgages, bonds, debentures and other securities, merchandise, book debts and claims, trade marks, trade names, franchises and other things of value.

5. To make contracts and guarantees and incur liabilities, to borrow or lend money, issue or receive notes, bonds and other obligations, and to act as guarantor for others; including, without limitation, officers, directors and employees of this Corporation.

6. To make donations for the public welfare or for charitable, scientific or educational purposes.

7. To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees, and for any or all of the directors, officers and employees of its subsidiaries.

8. To have and exercise all powers necessary or convenient to affect its corporate purposes.

FIFTH:

OFFICERS

The daily affairs of this corporation shall be administered by a President, a Vice-President, a Secretary and a Treasurer. The initial officers shall be elected at the organizational meeting of the initial Board of Directors. Additional offices may be established or deleted from time to time, by the By-laws of the Corporation. Any one person may hold any one or more offices at the same time.

SIXTH:

CONFLICTS ALLOWED

No contract, act or other transaction between this Corporation and any number of Directors and Officers of this Corporation; whether said Directors or Officers are acting individually or through any firm, association or other corporation with which they may be interested in any manner; shall be affected or invalidated for that reason. Further, any Director and/or Officer of this Corporation may vote upon any Contract, act or any other transaction between this Corporation and himself or any other entity in which he may in anywise be interested; and, in the absence of fraud, he is hereby relieved from any liability that might otherwise exist from such contracting.

SEVENTH:

BY-LAWS

The By-Laws of this Corporation may contain any and all provisions for the regulation and management of the affairs of this Corporation, which are not inconsistent with law, or with any of these Articles of Incorporation. The initial By-Laws of this Corporation shall be adopted by the initial Board of Directors. Thereafter, only the Stockholders shall have the right to adopt additional By-Laws, or to alter, amend or repeal an existing By-Law. The vote of a majority of the shares of stock issued and outstanding (excluding treasury stock) shall be required to adopt, alter, amend or repeal a By-Law.

EIGHTH:

DIRECTORS REQUIRED

All corporate powers shall be exercised by or under the authority of, and this Corporation's business and affairs shall be managed under the direction of a Board of Directors. The number of Directors shall be fixed by the By-Laws, and may be increased or decreased from time to time, by amendment of said By-Laws. The By-Laws may provide that the number of Directors shall always be equal to the number of Stockholders. Also, the By-Laws may provide that a person must be a shareholder, to be eligible to be a Director.

NINTH: JOINT MEETING - SEPARATE VOTES

In the event that the By-Laws provide that the number of Directors shall be equal to the number of Stockholders; and in the event that the By-Laws provide that a person must be a shareholder to be eligible to be a Director; then each annual or special meeting shall be conducted as a joint meeting of Stockholders and of Directors. At all such meetings a Stockholder's vote shall be required as to any matter which either the laws of this State, these Articles of Incorporation, or the By-Laws of this Corporation, specifically reserve to the stockholder. All other matters shall be decided by a Director's vote. Each stockholder present, in person or by proxy, shall have one vote for each share of stock held by him of record, when a stockholder's vote is required. If a stockholder's vote is not required, then each stockholder present shall have one vote, regardless of the number of shares of stock held by him. The Secretary shall indicate upon the Minutes whether a stockholder's vote, or a director's vote was taken as to each matter presented, unless the decision is unanimous.

TENTH: AMENDMENTS TO ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended by a majority vote of the number of shares of stock issued and out standing (excluding treasury stock).

ELEVENTH: AUTHORIZED CAPITAL STOCK

The authorized capital stock of this Corporation shall be \$7,000.00 consisting of 7000 Shares of Common Stock of the par value of ONE AND NO/100 (\$1.00) DOLLAR each.

TWELFTH: INITIAL BOARD OF DIRECTORS AND INCORPORATORS

The names(s) and address(es) of the initial Incorporator(s) and the initial Director(s) of the initial Board which consists of one Director(s) is:

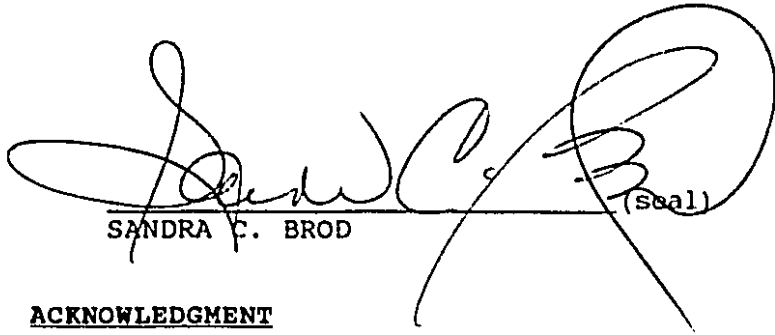
INCORPORATOR & DIRECTOR

ADDRESS

SANDRA C. BROD

5100 W. Kennedy Blvd., Suite 595
Tampa, Florida 33609

IN WITNESS WHEREOF, the Incorporators have executed these Articles of Incorporation this 18th day of April, 1995.


SANDRA C. BROD (Seal)

ACKNOWLEDGMENT


STATE OF FLORIDA)
) SS
COUNTY OF HILLSBOROUGH)

BEFORE ME the undersigned authority, personally appeared:

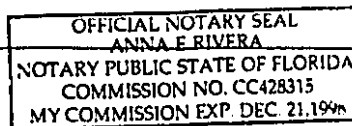
SANDRA C. BROD

who, upon being duly sworn, deposes and says that he executed the above and foregoing Articles of Incorporation; and that the same were executed for the uses and purposes expressed therein.

DATED: June 15, 1995


NOTARY PUBLIC
State of Florida at Large.

My commission expires:



FILED
95 JUN 15 PM 4:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P95000048173

KILLGORE, PEARLMAN, GARDNER, ORNSTEIN & STAMP, P.A.
ATTORNEYS AND COUNSELORS AT LAW

KENNETH B. GARDNER
FRANK H. KILLOORE, JR.
DAVID S. MENDELSON
MARK L. ORNSTEIN

201 SOUTH ORANGE AVENUE, SUITE 900
POST OFFICE BOX 1913
ORLANDO, FLORIDA 32802-1913
TELEPHONE: (407) 425-1020
FAX: (407) 839-3635

CRAIG S. PEARLMAN¹
T. GREY SQUIRES
MARTIN F. STAMP²

¹ ALSO MEMBER OF DC & WEST VIRGINIA BAR
² ALSO MEMBER OF NEW YORK & TEXAS BAR

June 16, 1995

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

700001516197
-06/19/95--01023--012
****122.50 ****122.50

Re: SPATIAL DECISION MANAGEMENT, INC.

Dear Sir:

Enclosed for filing please find an original and one copy of the Articles of Incorporation for the above Corporation and our check in the amount of \$122.50. Please file said Articles of Incorporation and return a certified copy to me.

Your anticipated cooperation in this matter is appreciated.
Thank you.

Very truly yours,

KILLGORE, PEARLMAN, GARDNER,
ORNSTEIN & STAMP, P.A.

Martin F. Stamp

By: Martin F. Stamp

MFS/jl
Enclosures

SPADEC\SOS.LTR

FILED
95 JUN 19 AM 8 40
TALLAHASSEE, FLORIDA

SAB
6/21/95

ARTICLES OF INCORPORATION
OF
SPATIAL DECISION MANAGEMENT, INC.

FILED

95 JUN 19 AM 8 40

STATE
FLORIDA

ARTICLE I - NAME

The name of this corporation is SPATIAL DECISION MANAGEMENT, INC. and its principal place of business and mailing address is 109 12th Avenue, Windermere, Florida 34786.

ARTICLE II - DURATION

This corporation shall have perpetual existence, commencing on the filing of these Articles.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of voting common stock having a par value of \$1.00 per share.

ARTICLE V - INITIAL REGISTERED

OFFICE AND AGENT

The street address of the initial registered office of this corporation is 109 12th Avenue, Windermere, Florida 34786, and the name of the initial registered agent of this corporation at that address is John P. Landgraf.

ARTICLE VII - INCORPORATOR

The name and address of the incorporator is:

John P. Landgraf
109 12th Avenue
Windermere, Florida 34786

ARTICLE VIII - INDEMNIFICATION

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

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 16th day of June, 1995.


JOHN P. LANDGRAF, Incorporator

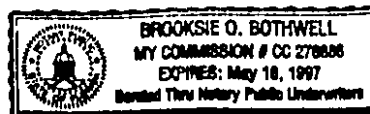
STATE OF FLORIDA

COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 16th day of June, 1995, by JOHN P. LANDGRAF, who is personally known to me or who has produced Florida Drivers License as identification and who did take an oath.

NOTARY PUBLIC:

Sign: Brooksie O. Bothwell
Print: Brooksie O. Bothwell
State of Florida at Large
My Commission Expires:
Commission No. _____



ACCEPTANCE BY REGISTERED AGENT

The undersigned, being the person appointed in the foregoing Articles of Incorporation as the registered agent for SPATIAL DECISION MANAGEMENT, INC. hereby accepts such appointment this 16th day of June, 1995, and states that he/she is familiar with, and accepts, the obligations provided for in Section 607.0505, Florida Statutes.



JOHN P. LANDGRAF

FILED
95 JUN 19 11 04 00
CLERK OF COURT
JULIA A. GIBSON