

*Law Offices of
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ISAAC L. LEVY

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September 8, 1995

P95000070632

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

IN RE: Cannady Consulting Co., Inc.

Dear Sir:

Enclosed you will find Articles of Incorporation for Cannady Consulting Co., Inc. to be filed in your office. I have also enclosed my office check in the amount of \$122.50 to cover the cost of same.

Please return documents to our office upon completion.

Thank you for your assistance in this matter.

Very truly yours,

Cindy Powell
Cindy Powell,
Paralegal

ILL/cp

Enclosure

300001581538
-09/11/95--01051--010
***122.50 ***122.50

ARTICLES OF INCORPORATION
OF
CANNADY CONSULTING CO., INC.

FILED
95 SEP 11 AM 8:48
DALLAS
TEXAS

The undersigned subscriber(s) to these Articles of Incorporation, each a natural person competent to contract, hereby presents these articles for the formation of a corporation under the laws of the State of Florida.

ARTICLES I

The name of this corporation shall be CANNADY CONSULTING CO., INC.

ARTICLE II

The general nature of business to be transacted by this corporation is:

To assist and consult in the taking of land measurements and descriptions and involved in all services related either directly or indirectly to said projects. Further to provide any and all functions to accommodate the survey industry.

To engage in any commercial, industrial, and agricultural enterprise calculated or designed to be profitable to this corporation and in conformity with the laws of the State of Florida.

To generally engage in, do and perform, any enterprise, act, or vocation that a natural person might or could do or perform.

To engage in the manufacture, sale, purchase, importing and exporting of merchandise and personal property of all manner and description, to act as agents for the purchase, sale, and handling

of goods, wares, and merchandise of any and all types and descriptions for the account of the corporation or as factor, agent, procurer, or otherwise for or on behalf of another.

To manufacture, produce, purchase, or otherwise acquire, sell, or otherwise dispose of, import, export, distribute, deal in and with, whether as principal or agent, goods, wares, merchandise, and materials of every kind and description, whether now known or hereafter to be discovered or invented.

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses, in the State of Florida and in all other states and countries.

To enter into, make, perform, and carry out contracts and agreements of every kind, for any lawful purpose, without limit as to amount, with any person, firm, association or corporation.

To buy, sell, draw, make, endorse, discount, execute and issue promissory notes, bills of exchange, warrants and other negotiable or transferable instruments.

To issue bonds, debentures, or obligations of this corporation from time to time, for any of the objects or purposes of the corporation, and to secure the same by mortgage, pledge, deed of trust, or otherwise.

To purchase, hold, and reissue the shares of its capital stock.

In general, to carry on any other business in connection with the foregoing, and to have and to exercise all the powers conferred

by the laws of Florida upon corporations formed under the act or acts thereto appertaining.

ARTICLE III

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time is 10,000 shares of common stock, each share having the par value of \$1.00.

ARTICLE IV

The amount of capital with which this corporation will begin business is \$1,000.00.

ARTICLE V

The corporation is to exist perpetually.

ARTICLE VI

The initial post office address of the principal office of this corporation in the State of Florida is 11707 St. Joseph Road, Jacksonville, FL 32223. The Board of Directors may from time to time designate such other post office address of this corporation as it may see fit.

ARTICLE VII

The number of directors shall be as provided in the By-Laws, but shall not be less than one (1) in number, nor more than ten (10); and shall be one (1) in number, until otherwise fixed or changed by the By-Laws adopted by the stockholders.

ARTICLE VIII

The names and post office addresses of the First Board of Directors who, subject to the provision of the Articles of Incorporation and the By-Laws of the corporation and the laws of Florida, shall hold office for the first year of the corporation's

existence or until their successors are elected and have qualified are as follows:

James Wesley Cannady

11707 St. Joseph Road
Jacksonville, FL 32223

ARTICLE IX

These Articles of Incorporation shall be effective on the date filed and accepted.

ARTICLE X

The name and post office address of each subscriber of these Articles of Incorporation are as follows:

James Wesley Cannady

11707 St. Joseph Road
Jacksonville, FL 32223

ARTICLE XI

The street address of the initial registered office of this corporation is 11707 St. Joseph Road, Jacksonville, FL 32223 and the initial registered agent of this corporation at that address is James Wesley Cannady.

ARTICLE XII

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stockholders entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, I (we) the undersigned, being the original subscriber to the capital stock hereinabove named, have hereunto set her hand and seal, this ²⁴ 5 day of SEPTEMBER , 1995 for the purpose of forming this corporation to do business both within and without the State of Florida, and in pursuance of the Corporation Law of the State of Florida, do make and file in the office of the Secretary of State of Florida, these Articles of Incorporation, and certify that the fact herein stated are true.


JAMES WESLEY CANNADY

STATE OF FLORIDA

COUNTY OF DUVAL

Before me, personally appeared, James Wesley Cassidy, to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation and acknowledged before me that she executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State named above, this 5th day of September, 1995.



Notary Public, State of Florida

My Commission Expires:

Notary Public, State of Florida
My Commission Expires Sept. 20, 1998
Beaded Traw Traw Felt - Interchange Inc.

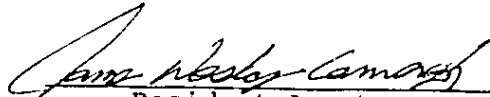
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAYBE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is
submitted, in compliance with said Act:

First--That CANNADY CONSULTING CO., INC., desiring to organize
under the laws of the State of Florida with its principal office,
as indicated in the Articles of Incorporation at City of
Jacksonville, State of Florida has named James Wesley Cannady,
11707 St. Joseph Road, Jacksonville, FL 32223 as its agent to
accept service of process with this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the
abovestated corporation, at place designated in this certificate
I hereby accept to act in this capacity, and agree to comply with
the provision of said Act relative to keeping open said office.


Resident Agent

FILED

55 SEP 11 AM 8:46

P95000070632
Isaac L. Levy, P.A.

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DAYTONA
(904) 253-4594

PALATKA
(904) 325-4112

October 15, 1996

Secretary of State
Amendment Section
P.O. Box 6327
Tallahassee, FL 32314

name change amendment

400001978914--4
-10/17/96--01070--004
*****35.00 *****35.00

IN RE: Cannady Consulting Co., Inc.

Dear Sir:

Enclosed you will find the Articles of Amendment to the above mentioned corporation. Also enclosed is our check in the amount of \$35.00 to cover costs. Please return copy to us after filing.

Thank you for your assistance in this matter.

Very truly yours,

Cindy Powell
Cindy Powell,
Paralegal

FILED
96 OCT 17 AM 9:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

/clp

10/21/96
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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
CANNADY CONSULTING CO., INC.

FILED
96 OCT 17 AM 9:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 617.1006, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation.

FIRST:

ARTICLE I of the Articles of Incorporation of Cannady Consulting Co., Inc., which were filed on September 11, 1995 and assigned document number P9500070632 is hereby amended to read as follows:

The name of this corporation shall be J.W. Cannady Surveying, Inc.

ARTICLE VI of the Articles of Incorporation is hereby amended to read as follows:

The post office address of the principal office of this corporation in the State of Florida is 8655 Phillips Highway #3, Jacksonville, FL 32256.

ARTICLE VIII of the Articles of Incorporation is hereby amended to read as follows:

The names and post office addresses of the Board of Directors who, subject to the provision of the Articles of

Incorporation and the By-Laws of the corporation and the laws of Florida are as follows:

James Wesley Cannady 8655 Phillips Highway, #3
Jacksonville, FL 32256

ARTICLE XI of the Articles of Incorporation is hereby amended to read as follows:

The s' set address of the initial registered office of this corporation is 8655 Phillips Highway, #3, Jacksonville, FL 32256

CERTIFICATION OF SERVICE OF PROCESS of the Articles of
Incorporation is hereby amended to read:

James Wesley Cannady 8655 Phillips Highway, #3
Jacksonville, FL 32256

SECOND:

The foregoing amendment was adopted by the Shareholders and approved by the Board of Directors of this Corporation on the 10th day of October, 1996.

CANNADY CONSULTING CO., INC.

By: James Wesley Cannady
JAMES WESLEY CANNADY
President
Sole Stockholder