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

96 JAN -3 AM 9:13

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DECEMBER 26, 1995

RE : WAHL AND ASSOCIATES, INC.

Dear Sirs:

Enclosed please find the original and one copy of the Articles of Incorporation, which includes the designation of and acceptance by the registered agent, together with my check for the amount of \$70.00 for filing same.

Thank you for your prompt attention to these matters. Please return the letter of acknowledgement (copy of Articles) to :

WAHL AND ASSOCIATES, INC.
11931 MARABOU COURT SOUTH
JACKSONVILLE, FL 32223

904-262-4701


Sincerely,
JEFFREY L. WAHL

000001677020
-01/03/96--01081--007
*****70.00 *****70.00

Enclosures

*Att 1/54
Wahl - 573*

ARTICLES OF INCORPORATION
OF
WAHL AND ASSOCIATES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a professional corporation pursuant to the provisions of chapter 607, Florida Statutes, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: WAHL AND ASSOCIATES, INC. The principal place of business of this corporation shall be: 11931 MARABOU COURT SOUTH, JACKSONVILLE, FL 32223.

ARTICLE II NATURE OF BUSINESS

The specific nature of business shall be geological and environmental consulting services. This shall not restrict the corporation from transacting any and all lawful business.

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The names and addresses of the initial officers and directors who shall hold office the first year of the

corporation's existence or until their successors are
elected are :

JEFFREY L. WAHL
11931 MARABOU COURT SOUTH
JACKSONVILLE, FL 32223

MAGDA D. WAHL
11931 MARABOU COURT SOUTH
JACKSONVILLE, FL 32223

F. MICHAEL WAHL
11931 MARABOU COURT SOUTH
JACKSONVILLE, FL 32223

ARTICLE VI INCORPORATOR

The name and street address of the incorporator signing these
articles of incorporation is :

JEFFREY L. WAHL
11931 MARABOU COURT SOUTH
JACKSONVILLE, FL 32223

In witness whereof, the undersigned incorporator has executed
these Articles of Incorporation this day of DECEMBER,
1995.



JEFFREY L. WAHL
President

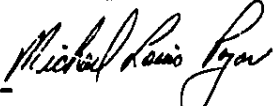
State of Florida
County of Duval

The foregoing instrument was acknowledged and sworn to before
me this day of DECEMBER 1995, by JEFFREY L. WAHL of
WAHL AND ASSOCIATES, INC.

Notary Public

My commission expires




MICHAEL LOUIS POGOR
COMMISSION # CC 367287
EXPIRES APR 25, 1998
Bonded Through
ALAN INSURANCE SERVICES

FILED

**CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is WAHL AND ASSOCIATES, INC.
2. The name and address of the registered agent and office is:

JEFFREY L. WAHL
11931 MARABOU COURT SOUTH
JACKSONVILLE, FL 32223

SIGNATURE-----
Corporate Officer
TITLE-----*President*
DATE-----*12-27-95*

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, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and obligations of section 607.325 of the Florida Statutes.

SIGNATURE-----
Registered Agent
DATE-----*12-27-95*