

BRUCE BRASHEAR
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P96000005068
January 11, 1996

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

200001688272
-01/12/96--01051--005
****122.50 ****122.50

RE: BARRUP & ASSOCIATES ENGINEERING, INC.

Gentlemen:

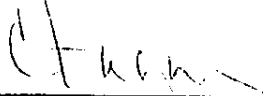
Please find the original and one (1) copy of the Articles of Incorporation for the above-referenced corporation, as well as our check in the amount of \$122.50 representing the following:

Filing Fee	\$ 35.00
Certificate Designating Resident Agent	35.00
Certified Copy of Articles of Incorporation	52.50

EFFECTIVE DATE

After filing the original Articles of Incorporation, please certify the enclosed copy and return same to this office.

Sincerely,


Carrie Fagan, Legal Assistant
to Bruce Brashear, Esq.

FILED
96 JAN 12 PM 1:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosures

JAN 17 1996 BSB

**ARTICLES OF INCORPORATION
OF
BARRUP & ASSOCIATES ENGINEERING, INC.**

FILED
96 JAN 12 PM 1:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
EFFECTIVE DATE
1-11-96

Article I

Name. The name of this Corporation is BARRUP & ASSOCIATES ENGINEERING, INC.

Article II

Principal Office. The address of the principal office of the Corporation is 2040 N.W. 11th Road, Gainesville, FL 32605.

Article III

Duration. The period of duration of this Corporation shall be perpetual, commencing on the date of execution and acknowledgment of these articles.

Article IV

Purpose. The purpose of this Corporation is to engage in any activities or businesses permitted under the laws of the United States and under the Florida General Corporation Act including, but not limiting the acquisition of life insurance bonds, debentures, commodities, leaseholds, options, puts and calls, easements, mortgages, notes, mutual funds, investment trusts, common trust funds, voting trust certificates, and any class of stock or right to subscribe for stock, including trading on margin.

Article V

Capital Stock. This Corporation is authorized to issue 1,000 shares of \$.001 par value common stock.

Article VI

By-Laws. The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and Shareholders.

Article VII

Initial Registered Office and Agent. The street address of the initial registered office of this Corporation is 2040 N. W. 11th Road, Gainesville, FL 32605, and the name of the initial registered agent of this Corporation is Thomas E. Barrup.

Article VIII

Initial Board of Directors. The Corporation shall have two (2) Directors initially. The number of Directors may either be increased or diminished from time to time by the By-Laws, but it shall never be less than one. The names and addresses of the initial Directors of this Corporation are:

Thomas E. Barrup
2040 N.W. 11th Road
Gainesville, FL 32605

Charles E. Pardo
183 Turkey Creek
Alachua, FL 32615

Article IX

Incorporator. The name and address of the person signing these Articles is Thomas E. Barrup, 2040 N. W. 11th Road, Gainesville, FL 32605.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 11th day of January, 1996.

Thomas E. Barrup
THOMAS E. BARRUP
Incorporator

**STATE OF FLORIDA
COUNTY OF ALACHUA**

The foregoing instrument was acknowledged before me this 11th day of January, 1996, by THOMAS E. BARRUP who is personally known to me or who has produced Florida Driver License B610-825-50-461-0 as identification, and who says that he is Incorporator of these Articles of Incorporation and as such Incorporator verifies that all statements and information contained herein are true and correct.

DATED this 11th day of January, 1996.

(SEAL)

Carrie P. Fagan
Notary Public

Printed Name
My Commission Expires:



CARRIE P. FAGAN
MY COMMISSION # CC249377 EXPIRES
January 8, 1997
BONDED THRU TROY FAIN INSURANCE, INC.

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of BARRUP & ASSOCIATES ENGINEERING, INC., which is contained in the foregoing Articles of Incorporation.

DATED this 11th day of January, 1996.

Thomas E. Barrup
THOMAS E. BARRUP
Registered Agent

FILED
JUN 12 PM 1:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA