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O. DOUGLAS WOLFE, JR.

ATTORNEY AT LAW

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SUITE 103

ST. AUGUSTINE, FLORIDA 32086

(904) 880-3403

January 23, 1996

Corporate Records Bureau  
Division of Corporations  
Department of State  
P.O.Box 6327  
Tallahassee, Florida 32301

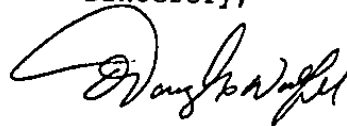
Re: Bethesda Research Inst., Inc.

100001698151  
-01/26/96--01056--004  
\*\*\*\*122.50 \*\*\*\*122.50

Enclosed herewith please find the original and one (1) copy of the Articles of Incorporation regarding the above-captioned. Also enclosed is my check in the amount of \$122.50 covering the various fees.

Thanking you for your continued cooperation, I remain,

Sincerely,



O. Douglas Wolfe, Jr.

ODWJr:ef  
Encls

SN JAN 30 1996

ARTICLES OF INCORPORATION.

OF

BETHESDA RESEARCH INST., INC.

RECORDED  
Feb. 1. 1996

ARTICLE I. CORPORATE NAME.

The name of this corporation is: BETHESDA RESEARCH INST., INC.

ARTICLE II. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida and the United States of America, including, but in no way limiting thereto, the power to consult in the fields of economics, accounting, finance, or engineering and to provide services or investment.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 1000 shares of common stock without par value.

ARTICLE IV. TERM OF EXISTENCE.

This Corporation shall have perpetual existence, commencing on February 1, 1996.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The Registered Agent and the street address of the initial Registered and Principal Office of this Corporation in the State of Florida shall be: WALTER GEORGE BOLTER, 7466 A-1-A South, P. O. Box 1328, St. Augustine, Florida 32085. The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS.

This Corporation shall have three (3) directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTOR.

The names of the initial directors of this Corporation and their street addresses are:

WALTER GEORGE BOLTER  
7466 A-1-A South

P. O. Box 4044  
St. Augustine, Florida 32085

MARY ANN BOLTER  
7466 A-1-A South  
P. O. Box 4044  
St. Augustine, Florida 32085

WALTER HOWARD BOLTER  
7466 A-1-A South  
P. O. Box 4044  
St. Augustine, Florida 32085

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

#### ARTICLE VIII. INCORPORATOR.

The name and street address of the person signing these Articles of Incorporation as the Incorporator is: WALTER GEORGE BOLTER, 7466 A-1-A South, St. Augustine, Florida.

#### ARTICLE IX. AMENDMENT.

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 at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

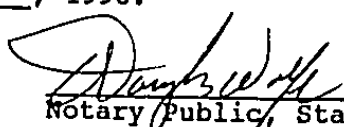
IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on JANUARY 19, 1996.



Incorporator

STATE OF FLORIDA  
COUNTY OF ST. JOHNS

BEFORE ME, a Notary Public, personally appeared WALTER GEORGE BOLTER to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, or by production of N/A, and he acknowledged before me that he subscribed to these Articles of Incorporation on JANUARY 19, 1996.

  
Notary Public, State of Florida at Large

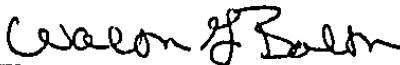
O. DOUGLAS WOLFE  
Notary Public, State of Florida  
My Comm. expires Mar. 14, 1997  
Comm. No. CC 000000

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That BETHESDA RESEARCH INST., INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at St. Augustine, County of St. Johns, State of Florida, has named WALTER GEORGE BOLTER, located at 7466 A-1-A South, City of St. Augustine, County of St. Johns, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.



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WALTER GEORGE BOLTER  
Registered Agent