

P 96 0000 1 93 73

FOGLE & FOGLE, P. A.
ATTORNEYS AT LAW

J. DANA FOGLE
CORPORATION & BUSINESS LAW
REAL PROPERTY LAW
RESTRICTED GENERAL PRACTICE

ALICE M. FOGLE
MARITAL & FAMILY LAW

February 26, 1996

217 EAST PLYMOUTH AVENUE
POST OFFICE BOX 617
DUNEDIN, FLORIDA 33511-0617

(804) 784-4418
FAX (804) 784-7410

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

EXHIBIT 2-26-96

000001728040
02/29/96--01052--016
***122.50 ***122.50

Re: Incorporation of Kent Environmental, Inc.

Dear Sir:

Enclosed herewith is an original and one copy of the proposed Articles of Incorporation and Designation of Registered Agent for Kent Environmental, Inc.

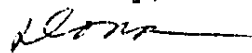
Also enclosed is my check in the amount of \$122.50 representing the following:

Filing Fee	\$35.00
Registered Agent Certificate	52.50
Certified copy of Charter and of Registered Agent Certificate	35.00

FILED
02 FEB 29 AM 9:00
TALLAHASSEE, FLORIDA

Thank you very much for your assistance.

Sincerely,


J. Dana Fogle

JDF/js
Enclosures

ARTICLES OF INCORPORATION
OF
KENT ENVIRONMENTAL, INC.

I, ADRIAN W. KENT, being of legal age do hereby authorize the formation of a corporation under the laws of the State of Florida.

2-26-96
ARTICLE I

The name of this corporation shall be KENT ENVIRONMENTAL, INC.

ARTICLE II.

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE III.

GENERAL NATURE OF BUSINESS

The general nature of business to be transacted by this corporation is environmental consulting services, and to engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE IV.

CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any one time is 100 shares fully paid, \$1.00 par value common stock. Common stock of the corporation shall be issued as "small business corporation" stock in accordance with a plan or plans under the provisions of Section 1244 of the Internal Revenue Code of 1954, as amended.

FILED
95 FEB 29 AM 8:05
TREASURY, FLORIDA

Page 2.

ARTICLE V.

INITIAL DIRECTORS

The business of the corporation shall be managed by the Stockholders rather than by the Board of Directors of this corporation.

ARTICLE VI.

STREET AND MAILING ADDRESS OF INITIAL REGISTERED
OFFICE AND NAME OF INITIAL REGISTERED AGENT

The initial street and mailing address of the principal place of business of said corporation is 1510 Rowe Lane, DeLand, Florida 32720. The initial resident agent is ADRIAN W. KENT, 1510 Rowe Lane, DeLand, Florida 32720.

ARTICLE VII

SUBSCRIBER

The name and street address of the subscriber to these Articles of Incorporation is: ADRIAN W. KENT, 1510 Rowe Lane, DeLand, Florida 32720.

ARTICLE VIII.

COMMENCEMENT OF CORPORATE EXISTENCE

This corporation shall commence to exist on February 26, 1996.

IN WITNESS WHEREOF, I, ADRIAN W. KENT, being the original subscriber to the capital stock hereinabove named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of the State of Florida, do make and file this Certificate, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand

Page 3.

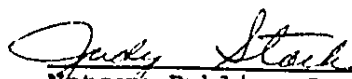
and seal this 14 day of February, 1996.


ADRIAN W. KENT

STATE OF FLORIDA
COUNTY OF VOLUSIA

BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared ADRIAN W. KENT, to me well known to be the person who executed the foregoing Certificate of Incorporation and he acknowledged before me that he executed same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal this 14 day of February, 1996.


Notary Public, State of Florida
My commission expires:



JUDY STARK
MY COMMISSION # CC330110 EXPIRES
January 24, 1998
BONDED THROUGH FATH INSURANCE, INC.

CERTIFICATION DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHICH
PROCESS MAY BE SERVED

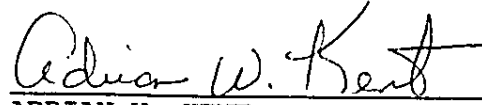
In pursuance of Chapter 48.091, Florida Statutes, the
following is submitted, in compliance with said Act:

FIRST: That Kent Environmental, Inc., desiring to organize
under the laws of the State of Florida with its principal office,
as indicated in the Articles of Incorporation, at the City of
DeLand, County of Volusia, State of Florida, has named ADRIAN W.
KENT, located at 1510 Rowe Lane, DeLand, Florida 32720, as its
agent to accept service of process within this state.

FILED
96 FEB 29 AM 8:06
TALLAHASSEE, FLORIDA

ACKNOWLEDGMENT:

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


ADRIAN W. KENT