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May 28, 1996

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****122.50 ****122.50

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

Re: Distinguished Designs and Engineering, Inc.

Dear Sir:

Enclosed please find articles of incorporation for Distinguished Designs and Engineering, Inc., to be filed with the Secretary of State, Division of Corporations. I have enclosed the filing fee in the amount of \$122.50, representing a filing fee of \$70.00 and \$52.50 for a certified copy of the filed Articles of Incorporation. If you should have any questions, please do not hesitate to give me a call.

Very truly yours,



Timothy R. Moorhead

encl.

JUN 5 1996

FILED
96 JUN -3 PM 6:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
BSB

**ARTICLES OF INCORPORATION
OF
Distinguished Designs and Engineering, Inc.**

96 JUN -3 PM 6:30
STATE
FLORIDA

The undersigned subscribers of these Articles of Incorporation, natural person,
competent to contract, hereby form a Corporation under the laws of the State of Florida.

**ARTICLE I
NAME AND PRINCIPAL OFFICE**

The name of the Corporation shall be **Distinguished Designs and Engineering, Inc.** The address of the Corporation shall be 626 S. Lakemont Ave., Winter Park, Florida 32792.

**ARTICLE II
AUTHORIZED STOCK**

The Corporation is authorized to issue 100 Shares of \$1.00 par value Common Stock.

**ARTICLE III
VOTING RIGHTS**

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Stock of the Corporation.

**ARTICLE IV
INCORPORATORS**

The name and address of the person signing these Articles of Incorporation is:

NAME

Rodney Ray Vermilio

ADDRESS

626 S. Lakemont Ave.
Winter Park, Fl 32792

**ARTICLE V
PREEMPTIVE RIGHTS**

The Corporation elects to have preemptive rights as set forth in Florida Statute §607.0630(2).

**ARTICLE VI
INITIAL REGISTERED OFFICE, REGISTERED
AGENT AND RESIDENT AGENT**

The street address of the initial registered office of this Corporation is 145 N. Magnolia Ave., Orlando, FL 32801. The name of the initial Registered Agent and Resident Agent of this Corporation is Timothy R. Moorhead, Esq.

**ARTICLE VII
INITIAL BOARD OF DIRECTORS**

This Corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one (1). The name and address of the initial directors of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Rodney Ray Vermilio	626 S. Lakemont Ave. Winter Park, FL 32792
Kenneth H. Ehlers	608 Lakespur Lane Altamonte Springs, FL 32714

**ARTICLE VIII
OFFICERS OF THE CORPORATION**

The name and address of the Officers are:

<u>NAME</u>	<u>ADDRESS</u>
Rodney Ray Vermilio Incorporator, President, Director Secretary, Treasurer	626 S. Lakemont Ave. Winter Park, FL 32792
Kenneth H. Ehlers Vice President, Director	608 Lakespur Lane Altamonte Springs, FL 32714

**ARTICLE IX
PURPOSE**

The Corporation is to engage in all lawful businesses, including all powers necessary or convenient to effect its purpose.

**ARTICLE X
INDEMNIFICATION**

This Corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

**ARTICLE XI
AMENDMENT**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 29 day of MAY, 1996, being the incorporator, this date and undersigned adopts these Articles of Incorporation.

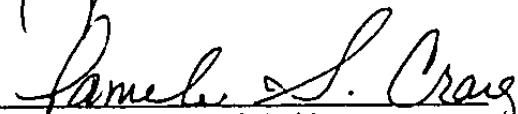


Rodney Ray Vermilio

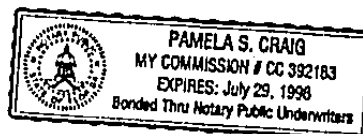
STATE OF FLORIDA)
COUNTY OF ORANGE)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Rodney Ray Vermilio, who is personally known to me or who has produced Driver's License as identification, and acknowledged execution of the foregoing Articles of Incorporation and he executed said Articles of Incorporation for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the State and County aforesaid, this 29 day of May, 1996.



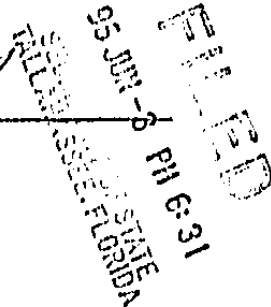
Notary Public State of Florida



ACCEPTANCE OF REGISTERED AGENT

I HEREBY ACCEPT the appointment to act in the capacity of Registered Agent and Resident Agent and agree to comply with the provisions of the laws of the State of Florida relative to keeping said offices open. I am familiar with and accept the obligations provided for in Florida Statute §607.0505.



Timothy R. Moorhead



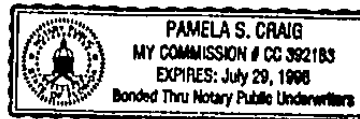
STATE OF FLORIDA)
COUNTY OF ORANGE)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Timothy R. Moorhead, to me and known to me to be the person who executed the foregoing Acceptance of Registered Agent for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the State and County aforesaid, this 29 day of May, 1996.


Notary Public State of Florida

May-28,-1996



Secretary of State
Division of Corporations