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PROFESSIONAL LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 036463 5011226

AUTHORIZATION : Patricia Tysie

COST LIMIT : \$ 122.50

ORDER DATE : July 30, 1996

ORDER TIME : 10:12 AM

ORDER NO. : 036463

CUSTOMER NO: 5011226

8000001908858

CUSTOMER: Melissa L. Wilson, Legal Asst
GRAY HARRIS & ROBINSON

S.e. Bank Building, Suite 1200
201 E. Pine Street
Orlando, FL 32801

DOMESTIC FILING

NAME: ENVIRONMENTAL COMPLIANCE
PARTNERS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

CP
7/30/96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL 30 PM 1:28



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JUL 30 PM 1:29

July 19, 1996

CSC NETWORKS

The name ENVIRONMENTAL COMPLIANCE PARTNERS, INC. has been reserved for 120 days beginning July 19, 1996. The reservation number is R96000003483 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lantham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Ruth Leonard

Letter number: 096A00035032

ARTICLES OF INCORPORATION

OF

ENVIRONMENTAL COMPLIANCE PARTNERS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JUL 30 PM 1:28

ARTICLE I - NAME

The name of this corporation is ENVIRONMENTAL COMPLIANCE PARTNERS, INC. The mailing address of the corporation shall be 298 Lake Markham Road, Sanford, Florida 32771.

ARTICLE II - DURATION

This corporation shall exist perpetually.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$.01 par value common stock.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation shall be:

201 E. Pine Street, Suite 1200
Orlando, Florida 32801

The name of the initial registered agent of this corporation at that address shall be:

Jack K. McMullen

ARTICLE VI - INITIAL BOARD OF DIRECTORS

A. This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time in accordance with the Bylaws, but shall never be less than one (1).

B. The names and addresses of the initial directors of this corporation are as follows:

<u>Name</u>	<u>Street Address</u>
Michael R. Fouts	298 Lake Markham Road Sanford, Florida 32771
Jeff Odato	298 Lake Markham Road Sanford, Florida 32771

ARTICLE VII - INCORPORATOR

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

<u>Name</u>	<u>Street Address</u>
Jack K. McMullen	201 E. Pine St., Suite 1200 Orlando, Florida 32801


ARTICLE VIII - BYLAWS

The power to adopt, alter, amend or repeal the Bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX - 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.

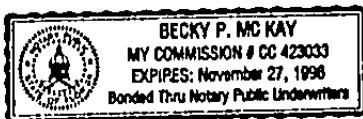
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 29 day July, 1996.



Jack K. McMullen
Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 29 day of July, 1996, by Jack K. McMullen, who is personally known to me and did not take an oath.





Signature of Notary Public

BECKY P. MCKAY

(Print Notary Name)
My Commission Expires: _____
Commission No.: _____

AFFIX NOTARY STAMP

CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT

Having been named as the registered agent in the Articles of Incorporation of
ENVIRONMENTAL COMPLIANCE PARTNERS, INC., I hereby accept and agree to act
in this capacity.



Jack K. McMullen

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SECRETARY OF CORPORATIONS
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