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NOE AGUILAR
2241-West 69 Street
Miami, Florida 33016
Tel: (305) 557-6738

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****122.50 ****122.50

October 24, 1996

Division of Corporation
409 East Gaines Street
Tallahassee, FL 32399

Dear Sir/Madam:

Enclosed find the original and a copy of the Articles of Incorporation for
NORTH STAR SURVEYING AND MAPPING INC.

Also enclosed is a check for the amount of \$122.50 which should cover the cost of filing and the
return of a certificated copy of the Articles to me.

Sincerely,

Noe Aguilar

NA/srl

NOV 13 1996 BSB

FILED
96 NOV -8 PM 12:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
NORTH STAR SURVEYING AND MAPPING INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby executes and acknowledges these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I

Name

The name of this corporation shall be:

NORTH STAR SURVEYING AND MAPPING INC.

and the principal place of business and mailing address of this corporation shall be the same as the registered office address:

Noc Aguilar
2241-1 West 69 Street
Hialeah, Fl. 33016

ARTICLE II

Business and Purposes

The general nature of the business to be transacted by this corporation, or the objects or purposes of this corporation, shall be as follows:

- a) To engage in the performing of works related to the surveying and mapping profession according to the Laws and Rules of the State of the Florida; more specifically the following kind of surveys:

As built, Mortgage, Construction, Geodetic, Hydrographic,
Boundary, Mean High Water Line, Quantity, Quality, Right of way,
Subdivision of planning, Design, Platting, Topographic, GIS/GPS. Surveys

- b) Performing activities related to courses, seminars, conferences and other training or educational purposes.

- c) Trade of software applications and hardware related to Surveying and Mapping Profession.
- d) In general to carry on any business in connection with the foregoing and to have and exercise all powers conferred by the Laws of the State of Florida upon corporation formed under the general corporation Acts of the State of Florida.

ARTICLE III

Capital Stock

- (a) The aggregate number of shares of capital stock authorized to be issued by this corporation shall be 10,000 shares of common stock with a par value of \$0.10 per share. Each share of said stock shall entitle the holder thereof to one vote at every annual or special meeting of the stockholders of this corporation. The consideration for the issuance of said shares of capital stock may be paid, in whole or in part, in cash, in other property (tangible or intangible) or in labor or services actually performed for this corporation, at a fair valuation to be fixed by the Board of Directors. When issued, all shares of stock shall be fully paid and nonassessable.
- (b) In the election of directors of this corporation, there shall be no cumulative voting of the stock entitled to vote at such election.

ARTICLE IV

Existence of Corporation

In accordance with Section 607.167, Florida Statutes, the existence of this corporation shall commence on the date these Articles of Incorporation are subscribed to and acknowledged, if these Articles are filed by the Department of State within five (5) days, the existence of this corporation shall commence upon the filing of these Articles by the Department of State. In either event, the existence of this corporation thereafter shall be perpetual.

ARTICLE V

Registered Office and Registered Agent

The initial registered office of this corporation shall be located at:

2241-1 West 69 Street
Hialeah, Florida 33016

and the initial registered agent of this corporation at such office shall be Noe Aguilar. This corporation shall have the right to change such registered office and such registered agent from time to time, as provided by Law.

ARTICLE VI

Board of Directors

The Board of Directors of this corporation shall consist of not less than one (1) nor more than fifteen (15) members, the exact number of directors to be fixed from time to time by the stockholders or the by-laws. The business and affairs of this corporation shall be managed by the Board of Directors, which may exercise all such powers of this corporation and do all such lawful acts and things as are not by the stockholders. A quorum for the transaction of business at meetings of the directors shall be a majority of the number of directors determined from time to time to comprise the Board of Directors, and the act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the directors. Subject to the by-laws of this corporation, meetings of the directors may be held within or without the State of Florida. Directors need not be stockholders.

ARTICLE VII

Initial Board of Directors

The initial Board of Directors shall consist of one member, each such member to hold office until his or her successor has been duly elected and qualifies. The name and street address of the initial directors are:

Name	Address
Noe Aguilar	2241-1 West 69 Street Hialeah, Florida 33016

ARTICLE VIII

Incorporator

The name and street address of the incorporator making these Articles of Incorporation is:

Name	Address
Noe Aguilar	2241-1 West 69 Street Hialeah, Florida 33016

ARTICLE IX

By-Laws

- (a) The power to adopt the by-laws of this corporation, or alter, amend or repeal the by-laws, or to adopt new by-laws, shall be vested in the Board of Directors of this corporation; provided, however, that any by-law or amendment thereto as adopted by the Board of Directors may be altered, amended or repealed by vote of the stockholders entitled to vote thereon, or a new by-law in lieu thereof may be adopted by vote of the stockholders. No by-law which has been altered, amended or adopted by such a vote of the stockholders may be altered, amended or repealed by the vote of the directors until two years shall have expired since such action by vote of such stockholders.
- (b) The by-laws of this corporation shall be for the government of this corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of this corporation, provided the same are not inconsistent with the provisions of these Articles of Incorporation, or contrary to the laws of the State of Florida or the United States.

ARTICLE X

Amendment of Articles of Incorporation

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

ARTICLE XI

Applicability of Section 607.108

The provisions of Section 607.108, Florida statutes, shall be inapplicable to this corporation.
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles for the uses and purposes therein stated.



Noe Aguilar

STATE OF FLORIDA)
)
COUNTY OF DADE)

SS. :

BEFORE ME, the undersigned authority, on this ____ day of _____, 1996 personally appeared Noe Aguilar to me well known to be the person described in and who signed the foregoing Articles of Incorporation, and acknowledged to me that he executed the same freely and voluntarily, for the uses and purposes therein expressed.

WITNESS my hand and official seal the date aforesaid.

NOTARY PUBLIC
My Commission Expires:

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned, Noe Aguilar, having been named as registered agent to accept service of process for the above-named corporation, at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of Section 607.325, Florida Statutes.

DATED this 24 day of OCT, 1996.

Noe Aguilar
Noe Aguilar

FILED
96 NOV - 8 PM 12:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA