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November 2, 1996

From: Simon and Associates Engineering, Inc.
1920 West Pearson Street
Hernando, FL 34442

To : Florida Department of State
Corporations Division
P.O.Box 6327
Tallahassee, Fl 32314

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-12/03/96--01131--012
*****70.00 *****70.00

Dear Corporations Division:

Please find enclosed the following documents for recording.

1. An original Articles of Incorporation and one copy for the above named corporation.
2. An original Certificate of Designation of Registered Office and Registered Agent for the above named corporation.
3. A certified check in the amount of \$70.00 dollars for filling fees.

A certified return copy of the Articles of Incorporation is not requested.

Please send responses or receipts concerning this filling to the above listed address. Thank you very much.

Sincerely;

Shawn M. Simon

Shawn M. Simon
Incorporator

[Handwritten signature]
12/5

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FILED
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
of
Simon and Associates Engineering, Inc.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to Chapter 607 of the Florida Business Corporation Act, the undersigned incorporator submits these articles of Incorporation for the purpose of forming a for-profit corporation.

- Article 1. The name of the corporation is:
Simon and Associates Engineering, Inc.
- Article 2. The principal place of business and mailing address of this corporation is:
1920 West Pearson Street, Hernando, FL 34442
- Article 3. The corporation is authorized to issue one class of stock, that being 1000 shares of no par value, common stock, with identical rights and privileges, the transfer of which is restricted according to the bylaws of the corporation.
- Article 4. The name and address of the corporation's initial registered agent is:
Shawn M. Simon
1920 West Pearson Street, Hernando, FL 34442
- Article 5. The name and address of the incorporator of this corporation is:
Shawn M. Simon
1920 West Pearson Street, Hernando, FL 34442
- Article 6. No Director shall be held liable to the corporation or its shareholders for monetary damages due to a breach of fiduciary duty, unless the breach is a result of self-dealing, or illegal actions.

In witness whereof, the undersigned incorporator has executed these Articles of Incorporation on the date below. The undersigned incorporator hereby declares, under the penalty of perjury, that the statements made in the foregoing Articles of Incorporation are true, and that the incorporator is at least eighteen years of age.

Date: November 26, 1996


Shawn M. Simon
Incorporator

**CERTIFICATE of DESIGNATION
OF
REGISTERED OFFICE AND REGISTERED AGENT**

Pursuant to section 607.0501 of the Florida Business Corporation Act, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office and registered agent, in the State of Florida.

1. The name and address of the corporation's registered agent and registered office is:

Name: Shawn M. Simon
 for/
 Simon and Associates Engineering, Inc.

Street Address:

1920 West Pearson Street, Hernando, FL 34442

2. Having been named as the registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Sincerely;

Shawn M. Simon
Shawn M. Simon

Nov. 26, 1996

96 DEC -2 PM 4:45
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED