501 FIRST AVENUE NORTH
SUITE 404
ST. PETERSBURG, FLORIDA 33701

WATSON R. SINDEN
J. A. MCCLURE, JR. (RETIRED)

AREA CODE 813
TELEPHONE 895-1266
TELECOPIER 822-0589

December 2, 1996

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Secretary of State DIVISION OF CORPORATIONS Post Office Box 6327 Tallahassee, FL 32314

RE: SUBCONSULTANTS, INC.

Gentlemen:

Enclosed herewith please find the original and one copy of the Articles of Incorporation for the above-referenced corporation.

Also enclosed is my check in the amount of \$122.50 to cover the filing fee, certified copy and registered agent charge.

If you should have any further questions or problems concerning this matter, please do not hesitate to contact me.

Very truly yours,

Watson R. Sinden

WRS:pss

Enclosures

SECRETARY OF STATE DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

- 1. <u>Name</u>. The name of the corporation is SUBCONSULTANTS, INC.
 - 2. Duration. The period of its duration is perpetual.
- 3. <u>Purpose</u>. The purpose is to engage in the business of state engineering services and any other activity or business permitted under the laws of the United States and Florida.
- 4. <u>Capital Stock</u>. The corporation is authorized to issue 7,500 shares, all of one class, at One (\$1.00) Dollar par value.
- 5. <u>Initial Registered Office and Agent</u>. The name and address of the initial registered office and agent of this corporation is as follows:

WATSON R. SINDEN, ESQUIRE 501 First Avenue North, Suite 404 St. Petersburg, Florida 33701

6. <u>Initial Principal Office of Corporation</u>. The initial principal office of this corporation is as follows:

5027 Sunrise Drive South St. Petersburg, Florida 33705

7. <u>Initial Board of Directors</u>. This corporation shall have no initial directors. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law.

8. <u>Incorporator</u>. The name and address of the Incorporator signing these Articles of Incorporation is:

Catherine P. Rucks 5027 Sunrise Drive South St. Petersburg, Florida 33705

9. Amendment of Articles. 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 and Registered Agent have executed these Articles of Incorporation this Znd day of November, 1996.

Catherine P. Rucks

CATHERINE P. RUCKS, Incorporator

STATE OF FLORIDA

COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, this day personally appeared, CATHERINE P. RUCKS, who is personally known to me or who has produced actidentification, and who executed the foregoing Articles of Incorporation and she acknowledged to and before me that she executed said instrument for the purposes therein expressed.

SUBSCRIBED AND SWORN to before me this 2 LL day of November, 1996.

December

NOTARY PUBLIC State of Florida at Large:

My Commission Expire

rinted Name

I HEREBY STATE that I am familiar with and accept the duties and responsibilities as Registered Agent for this said corporation.

WATSON R. SINDEN, Registered Agent

STATE OF FLORIDA COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, this day personally appeared, WATSON R. SINDEN, who is personally known to me to be the person who executed the foregoing Articles of Incorporation and he acknowledged to and before me that he executed said instrument for the purposes therein expressed.

SUBSCRIBED AND SWORN to before me this 6 day of November, 1996.

NOTARY PUBLIC

State of Florida at Large:

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My Commission Expires:

Printed Name

PAMELA S. SMALL
COMMISSION # CC 481446
EXPIRES AUG B, 1639
EXPIRES AUG B THRU
BONDED THRU

SECRETARY CORPORATIONS
DIVISION OF CORPORATIONS
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