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ORIP DIVISION OF CORPORATIONS
PUBLIC PROCESS SHEET
ELECTRONIC FILING COVER SHEET
(11/00/96 11/00/96 11/00/96)

TO: DIVISION OF CORPORATIONS
(904) 922-4001

FAX #:

FROM: BLALOCK, LANDERS, WALTERS AND VOGLER, P.A.
076666003611

ACCT#:

CONTACT: JOHN WICKMAN
PHONE: (941) 748-0100
(941) 745-2093

FAX #:

NAME: ECOLOGICAL TECHNOLOGIES & MANAGEMENT, INC.
AUDIT NUMBER.....H96000017880
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..0
CERT. COPIES.....0
PAGES..... 2
DEL.METHOD.. FAX
EST.CHARGE.. \$70.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE
FAX

AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

FILED
96 DEC 20 PM 3:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12/23/96
[Signature]

RECEIVED
96 DEC 20 PM 2:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Fax Audit Number: H96000017880

**ARTICLES OF INCORPORATION
OF
ECOLOGICAL TECHNOLOGIES & MANAGEMENT, INC.**

The undersigned Incorporator subscribing to these Articles of Incorporation, being competent to contract, hereby forms a Corporation under the Laws of the State of Florida.

ARTICLE I

The name of this Corporation shall be: **ECOLOGICAL TECHNOLOGIES & MANAGEMENT, INC.**, and its initial mailing address shall be: P.O. Box 792, Golf Course Road, Parrish, FL 34219. The initial address of the Corporation's principal office shall be: 13620 Golf Course Road, Parrish, FL 34219.

ARTICLE II

The purpose of this Corporation is to engage in any and all business not prohibited by the Laws of the State of Florida.

This Corporation shall have all powers given corporations under the Laws of the State of Florida.

ARTICLE III

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time shall be one hundred (100) shares of Class "A" common stock having a par value of One Dollar (\$1.00), and nine hundred (900) shares of Class "B" common stock having a par value of One Dollar (\$1.00).

ARTICLE IV

This Corporation is to exist perpetually.

ARTICLE V

The name of the initial Registered Agent is Clifford L. Walters, and the street address of the initial registered office of this Corporation is 802 11th Street West, Bradenton, FL 34205.

The Board of Directors may from time to time move the registered office to any other address in Florida.

Prepared by:
John K. Wickman, Esq.
Blalock, Landers, Walters & Vogler, P.A.
802 11th Street West, Bradenton, FL 34205
(941) 748-0100
Fla. Bar Number 0046384

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1 Fax Audit Number: H96000017880

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ARTICLE VI

The name and address of each Incorporator of this Corporation is: Clifford L. Walters, 802 11th Street West, Bradenton, FL 34205.

ARTICLE VII


These Articles of Incorporation may be altered, amended or repealed in whole or in part by an eighty percent (80%) vote of all shareholders of Class "A" shares entitled to vote at any regular or Special meeting called for that purpose provided that fourteen (14) days advance written notice is provided to each such shareholder setting forth the alteration or amendment of substance thereof. The alteration, repeal or amendment of any Article shall be first adopted by Board resolution setting forth the proposed amendment, alteration or repeal of these Articles which resolution the Directors shall submit to a vote at a meeting of the shareholders of Class "A" shares as set forth herein. The amended Articles shall become effective upon filing of all fees and approval by the Secretary of State of Florida and shall then be a part of these Articles of Incorporation. A certificate of amendment executed by any two (2) officers of the corporation other than the treasurer and acknowledged by one of them setting forth the name of the corporation, the amendment and the date of its adoption shall be sufficient to evidence the adoption of the amendment and shall be forwarded to the Secretary of State for filing.

ARTICLE VIII

Pursuant to the provisions of Chapter 607, Florida Statutes, this Corporation shall begin its existence upon filing of these Articles of Incorporation with the Secretary of State.


(SEAL)
Clifford L. Walters, Incorporator

I hereby accept designation as Registered Agent of the above-named corporation, and I am familiar with and accept the obligations of the position.


Clifford L. Walters, Registered Agent

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96 DEC 20 PM 3:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2 Fax Audit Number: H96 0000 17880

2/04/97
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FEDERAL DIVISION OF CORPORATION

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

((H97000002052 3))

TO: DIVISION OF CORPORATIONS
(904)922-4000

FAX #:

FROM: BLALOCK, LANDERS, WALTERS AND VOGLER, P.A.
076666003611

ACCT#:

CONTACT: JOHN WICKMAN
PHONE: (941)748-0100
(941)745-2093

FAX #:

NAME: ECOLOGICAL TECHNOLOGIES & MANAGEMENT, INC.

AUDIT NUMBER.....H97000002052

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 1

CERT. COPIES.....0

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EST.CHARGE.. \$35.00

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C. E. Spence
Landers

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TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 4, 1997

ECOLOGICAL TECHNOLOGIES & MANAGEMENT, INC.
POST OFFICE BOX 792
PARRISH, FL 34219

SUBJECT: ECOLOGICAL TECHNOLOGIES & MANAGEMENT, INC.
REF: P96000103008

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The date of adoption of each amendment must be included in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6902.

Linda Stitt
Corporate Specialist

FAX Aud. #: H97000002052
Letter Number: 697A00005858

**ARTICLES OF AMENDMENT
OF
ECOLOGICAL TECHNOLOGIES & MANAGEMENT, INC.**

1. Pursuant to Florida Statutes Sections 607.1003 and 607.1006 and Article VII of the Articles of Incorporation of ECOLOGICAL TECHNOLOGIES & MANAGEMENT, INC. (hereinafter the "Corporation"), Article III of the Articles of Incorporation of the Corporation is amended to read as follows:

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time shall be one hundred (100) shares of Class "A" common stock having a par value of One Dollar (\$1.00), and nine hundred (900) shares of Class "B" common stock having a par value of One Dollar (\$1.00). Class "A" shares shall have unlimited voting rights. Class "B" shares shall have no voting rights except as otherwise required by the Florida Business Corporation Act as amended from time to time.

2. The foregoing amendment was adopted on ^{February} ~~January~~ 3, 1997, by written unanimous consent of all of the Directors and Shareholders entitled to vote on the amendment, in accordance with Florida Statutes Sections 607.0704 and 607.0821, which unanimous consent was sufficient for approval by all voting groups entitled to vote on the amendment.

3. The amendment does not provide for an exchange, reclassification, or cancellation of stock.

4. The Secretary of State is hereby requested to approve and file these Articles of Amendment in accordance with Chapter 607, Florida Statutes.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment on ^{January} ~~January~~ 3, 1997.

ECOLOGICAL TECHNOLOGIES &
MANAGEMENT, INC., a Florida corporation

By: Otto M. Bundy
Otto M. Bundy, President

Attest:

Michael M. Bundy
Michael M. Bundy, Vice President, Secretary

Prepared By:
John E. Wickman, Esq.
Blalock, Landers, Walters & Vogler, P.A.
802 11th Street West, Bradenton, FL 34205
(941) 748-0100
Florida Bar No. C046884
jwick:ELTWORXWFWIN6123479001.005