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February 21, 1997

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-02/28/97--101077--004  
\*\*\*\*122.50 \*\*\*\*122.50

Division of Corporations  
Florida Department of State  
Post Office Box 6327  
Tallahassee, FL 32314

Re: Marino Engineering & Analysis, Inc.  
Articles of Incorporation

Gentlemen:

Enclosed 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 representing the fee for the following:

Filing Articles of Incorporation	\$ 35.00
Designation of Resident Agent	35.00
Certified copy of Articles of Incorporation	<u>52.50</u>
	\$ 122.50

Please return the certificate of filing and the certified copy of the Articles of Incorporation to this office.

Very sincerely yours,

*Jackson D. Miller III*  
Jackson D. Miller, III

JDM\asc  
Enclosures

FILED  
97 FEB 28 AM 11:24  
DIVISION OF STATE  
TALLAHASSEE, FLORIDA

34:97  
JD

ARTICLES OF INCORPORATION  
OF

MARINO ENGINEERING & ANALYSIS, INC.

I, ROBERT MARINO, the undersigned, acting as the incorporator of a corporation under the Laws of the State of Florida, adopt the following Articles of Incorporation:

ARTICLE I

Name

The name of this Corporation is Marino Engineering & Analysis, Inc.

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97 FEB 28 PM 3:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE II

Term of Existence

This Corporation shall have perpetual existence unless sooner dissolved by law.

ARTICLE III

Purposes

The purpose of this corporation is to transact any or all lawful businesses for which corporations may be incorporated under Chapter 607 Florida Statutes, including but not limited to an engineering consulting business and other related activities.

ARTICLE IV

Capital Stock

This corporation is authorized to issue ONE HUNDRED (100) shares of common stock of a par value of Ten Dollars (\$10.00) a share.

ARTICLE V

Registered Office and Registered Agent

The initial registered agent for this corporation is ROBERT MARINO, and the initial registered office is located at 5511 10th Avenue Drive West, Bradenton, Florida 34209.

ARTICLE VI

Number of Directors

The number of Directors of this Corporation shall not be less than one at any time and shall be such number as prescribed in the By-Laws of this Corporation from time to time and which maximum number shall not exceed the provisions of Florida law. The Directors shall be elected or appointed according to the By-Laws of this Corporation. The names and address of the Director of this Corporation at the time of its incorporation is:

NAME	ADDRESS
ROBERT MARINO	5511-10th Avenue Drive West Bradenton, Florida 34209

ARTICLE VII

Initial Directors

The name and street address of each member of the first Board of Directors is:

ROBERT MARINO	5511-10th Avenue Drive West Bradenton, Florida 34209
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ARTICLE VIII

Incorporators

The names and street addresses of the incorporators are:

ROBERT MARINO

5511-10th Avenue Drive West  
Bradenton, Florida 34209

ARTICLE IX

Officers

The initial officers of the Corporation shall be:

NAME

OFFICE

ROBERT MARINO

President/Vice President/  
Secretary/Treasurer

ARTICLE X

Voting

The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation and the Bylaws of this corporation with not less than a two-thirds (2/3) vote of the outstanding and issued common stock.

IN WITNESS WHEREOF, the undersigned have made and subscribed to these Articles of Incorporation at Bradenton, Manatee County, Florida, on the 24th day of February, 1997.

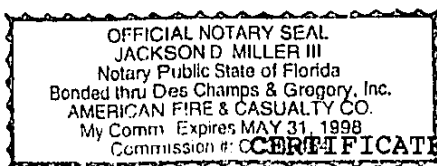
Jackson H. Miller #

ALICE S. CLARK  
Printed Name of Witness

 (SEAL)  
ROBERT MARINO

Lawrence D. Miller III

NOTARY PUBLIC  
JACKSON D. MILLER, III  
Printed Name of Notary



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Florida 34209.

2. The Registered Office of this Corporation is: 5511 10th Avenue Drive West, Bradenton, Florida 34209.

3. The Registered Agent of this Corporation is:

<u>NAME</u>	<u>ADDRESS</u>
ROBERT MARINO	5511-10th Avenue Drive West Bradenton, Florida 34209

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TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

4. The name and address and respective office of each of the officers of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
ROBERT MARINO	5511-10th Avenue Drive West Bradenton, Florida 34209	President/Vice President Secretary/Treasurer

MARINO ENGINEERING & ANALYSIS, INC.  
BRADENTON, INC.

By:   
ROBERT MARINO, President

ACKNOWLEDGEMENT AND ACCEPTANCE

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby accept such designation to act in this capacity, and agree to comply with the provisions of said Act relative to keeping said office open.

  
ROBERT MARINO  
Registered Agent