Partinent of State TRANSMITTAL LETTER Department of State

Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Inte	rrail Signal Engineerir (Proposed corpora	ng, inc. de name - must include suff	ix)	_
			50000 -04, **	121403253 /11/9701059013 ***78.75 *****78.75
Enclosed is an original a	nd one(1) copy of the article:	s of incorporation and a c	check for:	
S70.00 Filing Fee	\$78.75 Filing Fee & Certificate	S122.50 Filing Fee & Certified Copy	\$131.25 Filing Fee, Certified Copy & Certificate	
		ADDITIONAL CO	PY REQUIRED	
FROM: James F. Kelley Name (Printed or typed)				
1116 Kalmia Court Address			······································	97 %
Jacksonville FL 3		32259 & Zip		10.11 CM 13.00 E3
	1-904-287-1857		2 3 2 3 4 5 5 5 5 5 5 5 5 5 5 5 5 5 5 5 5 5 5	
NOTE:	Daytime Teleph			11.00 PM
NOIE:	Please provide the origin	and one copy of the	articles.	

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ARTICLES OF INCORPORATION

FILED CIMST LONG CRATICES 97 APRIL MIN: 33

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Interrail Signal Engineering, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1116 Kalmia Court

Jacksonville FL 32259

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

One Hundred (100)

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS
The name and address of the initial registered agent is:

James F. Kelley

1116 Kalmia Ct.

Jacksonville FL 32259

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

James F: Kelley

1116 Kalmia Court

Jacksonville FL 32259

David L. Kelley

729 Tee Time Lane

Jacksonville FL 32259

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

8 day of April , 1997

(An additional article must be added if an effective date is requested.)

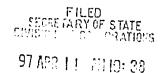
Signature

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Signature

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.



CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1.	. The name of the corporation is Interral	il Signal Engineering Inc.				
2.	2. The name and address of the registered agent and office is:					
	James F. Kelley	(NAME)				
	1116 Kalmia Co (P. O. Box or Mail	Drop Box <u>NOT</u> acceptable)				
	Jacksonville FL 3	32259 hty/State/Zip)				

Having been named as 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.

DIVISION OF CORPORATIONS, P. O. BOX 6327, TALLAHASSEE, FL 32314