

MAY-02-1997 11:29 FROM THE COMPANY CORP.

TO

19049224001 P.04

P970000039339

((H97000007253 2))

TO: DIVISION OF CORPORATIONS
(904)922-4001

FAX #:

FROM: THE COMPANY CORPORATION
076660001006

ACCT#:

CONTACT: REGINA CEPHAS

PHONE: (302)575-0440

FAX #:

(302)575-1346

NAME: ENGY SOLUTIONS INC.

AUDIT NUMBER.....H97000007253

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 2

CERT. COPIES.....0

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
97 MAY -2 AM 11:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

bm 5/2/97

H47000007253

ARTICLES OF INCORPORATION
OF
ENGY Solutions Inc.

The undersigned natural person(s), of the age of 21 or more acting to form a corporation under the corporate laws of the State of Florida do hereby certify the following:

FIRST: The name of the corporation will be ENGY Solutions Inc.

SECOND: The address of the initial registered office of the corporation is 200 - A John Knox Road, Tallahassee, FL 32303-6643. The name of agent at said address is Larry Wolfe.

THIRD: The principal address of the corporation is 1601 Harbour Side Drive, Ft. Lauderdale, FL 33326.

FOURTH: The purpose for which this corporation is organized shall be to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporations Act.

FIFTH: The total authorized stock of this corporation is divided into 100 share(s) at no par value.

SIXTH: The number of directors constituting the initial board of directors is one, and the name(s) and address(es) who will serve as director(s) until the first annual meeting of shareholders or until their successors are elected are as follows:

Nancy P. Gillis 1601 Harbour Side Drive, Ft. Lauderdale, FL 33326.

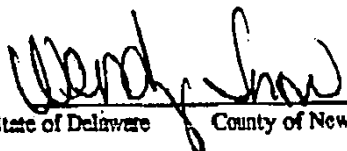
SEVENTH: The duration of this corporation is perpetual.

EIGHTH: This is a Close Corporation.

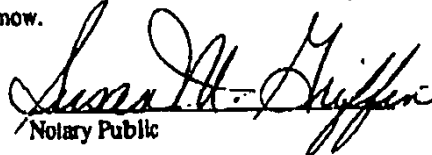
NINTH: The name(s) and address(es) of the person(s) who are to act as incorporator(s) are as follows:

Wendy Snow 1313 N. Market Street Wilmington, DE 19801.

I/we, the undersigned, being the incorporator(s) of the corporation identified above, declare that I/we have examined the foregoing this 25th day of April, 1997.


State of Delaware County of New Castle

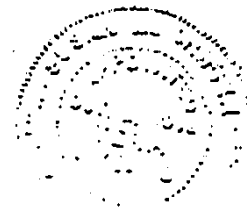
THE FOREGOING instrument was acknowledged and sworn to before me this 25th day of April, 1997 by Wendy Snow.


Notary Public

SUSAN M. GRIFFIN
NOTARY PUBLIC - STATE OF DELAWARE
MY COMMISSION EXPIRES OCT. 6, 2000

This document was prepared by, Wendy Snow, 1313 Market Street, Wilmington, DE 19801 (302) 575-0440.

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TALLAHASSEE, FLORIDA



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SEAL OF THE STATE
TALLAHASSEE, FLORIDA

97 MAY -2 AM 11:50

FILED

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING
AGENT UPON PROCESS MAY BE SERVED.**

In compliance with Section 43.091, Florida Statutes, the following is submitted:

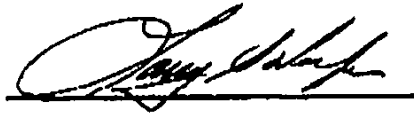
First, this EMGY Solutions Inc.

desiring to organize under the laws of the State of Florida with its principal place of business located in the city of Ft. Lauderdale, State of Florida, has named Larry Wolfe located at

200-A John Knox Rd., Tallahassee, FL 32303

_____ as its agent for service of process within Florida.

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



April 25, 1997

Date

447000007253