

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224 8870
Mailing Address: Post Office Box 10149, Tallahassee, FL 32302
TOLL FREE No. 1 800 342 8062
FAX (904) 222 1222

NAME _____

COMPANY _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

*Need affidavit per 5/4
492-10732*

REQUEST TAKEN CONFIRMED APPROVED

DATE 5-9-97

TIME 9:30

BY DJR

CK No. _____

WALK-IN
Will Pick Up _____

RE: Engineering
Computer Simulations, Inc.

C.C. FEE. DISBURSED

Capital Expense

Art. of Amend. File

Corp. Record Search

Partnership File

Foreign Corp.

() Corp. Copy(s)

Art. of Amend. File

Dissolution/Withdrawal

C U S

Fictitious Name File

Name Reservation

Annual Report/Reinstatement

Reg. Agent Service

Document Filing

Corporate Kit

Vehicle Search

Driving Record

Document Retrieval

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

File No.'s, Copies

Courier Service

Shipping/Handling

Phone ()

Top Priority

Express Mail Prep.

FAX () pgs

SUBTOTALS

FEE..... \$

DISBURSED..... \$

SURCHARGE..... \$

TAX on corporate supplies..... \$

SUBTOTAL..... \$

PREPAID..... \$

BALANCE DUE..... \$

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 10% per Annum

THANK YOU
from
Your Capital Connection

LAW OFFICES OF
STEPHEN W. BEIK
PROFESSIONAL ASSOCIATION
1101 N LAKE DESTINY DRIVE, SUITE 130
MAITLAND, FLORIDA 32751

TELEPHONE (407) 875-0999
FACSIMILE (407) 660-1412

May 8, 1997

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

Re: Engineering & Computer Simulations, Inc.
Our File No. 099640

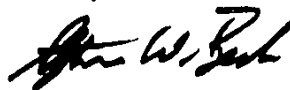
Gentlemen:

Please be advised that Capital Connection is presenting Articles of Incorporation at my request for Engineering & Computer Simulations, Inc. Your office has advised that the only conflict in name is with Engineered Computer Simulation, Inc. The incorporator and shareholders of this corporation are identical to the new corporation and they have intentionally made the name similar. We have been advised from your office that since the owners are the same that the name will be approved.

A check in the amount of \$122.50 is also enclosed for your fee. Please furnish a stamped copy of the Articles of Incorporation and Certificate of Designation of Registered Agent to me upon filing.

In the event you have any questions, please do not hesitate to contact me.

Sincerely,



Stephen W. Beik

SWB:so
Enclosures



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 9, 1997

CAPITAL CONNECTION INC
P.O. BOX 10349
TALLAHASSEE, FL 32302

SUBJECT: ENGINEERING & COMPUTER SIMULATIONS, INC.
Ref. Number: W97000010732

We have received your document for ENGINEERING & COMPUTER SIMULATIONS, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 897A00024871

*Corrected
att: Doris
McDuffy*

LAW OFFICES OF
STEPHEN W. BEIK
PROFESSIONAL ASSOCIATION
1101 N. LAKE DESTINY DRIVE, SUITE 130
MAITLAND, FLORIDA 32751

May 13, 1997

TELEPHONE (407) 875-0999
FACSIMILE (407) 660-1412

VIA FEDERAL EXPRESS

Capital Connection, Inc.
417 E. Virginia Street, Suite 1
Tallahassee, Florida 32302

Attn: Della

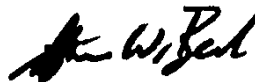
Re: ENGINEERING & COMPUTER SIMULATIONS, INC.
Our File No: 099640

Dear Della:

Enclosed is an Affidavit that, according to Doris McDuffy with the Dept. of State, releases the previous corporate name, Engineered Computer Simulations, Inc. and will allow the filing of the new Articles of Incorporation for Engineering & Computer Simulations, Inc., which you are holding per our instructions.

Thank you for your assistance in this matter.

Sincerely,



Stephen W. Beik

SWB/so
Enclosures

**AFFIDAVIT OF SUBSCRIBERS AND SHAREHOLDERS OF
ENGINEERED COMPUTER SIMULATIONS, INC.**


STATE OF FLORIDA
COUNTY OF Dade

BEFORE ME, the undersigned authority, personally appeared M.J. PARKER and WAYMON ARMSTRONG, who, after being first duly sworn, deposes and says:


1. We, M.J. PARKER and WAYMON ARMSTRONG, are residents of the State of Florida, over the age of eighteen (18) years and were the subscribers and the sole shareholders of ENGINEERED COMPUTER SIMULATIONS, INC. and have personal knowledge concerning the matters attested to herein.

2. That we are hereby releasing the corporate name, ENGINEERED COMPUTER SIMULATIONS, INC., from the one year administrative dissolution period as set forth in the Florida Statutes and that the Articles of Incorporation for ENGINEERING & COMPUTER SIMULATIONS, INC. submitted with this Affidavit be filed with the Secretary of State and we expressly agree to the issuance of the new corporation under that name.

FURTHER AFFIANTS SAYETH NOT.


M.J. Parker

Sworn to and subscribed before me
on this 12 day of May,
1997, by M.J. Parker, (X) personally known
to me or () who has produced _____
as identification.


Notary Public
Name:
Commission Number:
My Commission expires:



MICHELLE BENNETT
COMMISSION # CC608316
EXPIRES FEB 08, 2001
BONDED THROUGH
ATLANTIC BONDING CO. INC

Waymon Armstrong
Waymon Armstrong

Sworn to and subscribed before me
on this 12 day of May,
1997, by M.J. Parker, ☒ personally known
to me or () who has produced _____
as identification.

Michelle Bennett
Notary Public
Name:
Commission Number:
My Commission expires:



MICHELLE BENNETT
COMMISSION # CC608516
EXPIRES FEB 08, 2001
BONDED THROUGH
ATLANTIC BONDING CO. INC.

**ARTICLES OF INCORPORATION
OF
ENGINEERING & COMPUTER SIMULATIONS, INC.**

The undersigned, desiring to form a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida providing for the formation, liabilities, rights and privileges and immunities of corporations for profit, certifies that:

ARTICLE I - NAME

The name of this corporation is ENGINEERING & COMPUTER SIMULATIONS, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing the 9th day of May, 1997.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the United States and of this State.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue five hundred (500) shares of common stock, each having \$1.00 par value, which shall be designated common shares.

ARTICLE V - ADDRESS

The initial address of the registered office and principal address of this corporation is 7616 Southland Blvd., Suite 108, Orlando, Florida and the name of the initial registered agent of this corporation at that address is Waymon Armstrong.

97 MAY 14 PM 3:28
FILED
STATE OF FLORIDA
TALLAHASSEE

EFFECTIVE DATE
5-9-97

ARTICLE VI - DIRECTORS

This corporation shall have two directors initially. The number of directors may either increase or diminish from time to time in accordance with the by-laws but shall never be less than one (1). The name and address of the initial directors of this corporation are:

M.J. Parker	7616 Southland Blvd. Suite 108 Orlando, Florida 32809
Waymon Armstrong	7616 Southland Blvd. Suite 108 Orlando, Florida 32809
Brian Jameson	7616 Southland Blvd. Suite 108 Orlando, Florida 32809
Robert Hichborn	7616 Southland Blvd. Suite 108 Orlando, Florida 32809

ARTICLE VII - SUBSCRIBERS

The names of the subscribers of these Articles of Incorporation and a statement as to the number of shares of stock which they agree to take is as follows:

M.J. Parker	55 Shares
Waymon Armstrong	18 Shares

ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend or repeal by-laws of this corporation shall be vested in the Board of Directors and the Shareholders.

ARTICLE IX - DIRECTORS COMPENSATION

The Shareholders of this corporation shall have the exclusive authority to fix the compensation of the Directors of this corporation.

ARTICLE X - AMENDMENT

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.

ARTICLE XI - INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is Waymon Armstrong, 7616 Southland Blvd., Suite 108, Orlando, Florida.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 8th of May, 1997.


Waymon Armstrong

STATE OF FLORIDA
COUNTY OF ORANGE

8th The foregoing instrument was acknowledged before me on this day of May, 1997, by Waymon Armstrong, (X) who is personally known to me or () who has produced _____ as identification.


NOTARY PUBLIC

Name:
Commission No:
My Commission Expires:



CERTIFICATE OF DESIGNATION
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: ENGINEERING & COMPUTER SIMULATIONS, INC.
2. The name and address of the registered agent is: Waymon Armstrong, 7616 Southland Blvd., Suite 108, Orlando, Florida 32809.



Waymon Armstrong
Title: President

Date: 5/5/97

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.



Waymon Armstrong

DATE: 5/5/97

97 MAY 14 PM 3:23