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TO: DIVISION OF CORPORATIONS

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CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: ADVANCE ENGINEERING & TESTING CONSULTANTS, I

AUDIT NUMBER.....H97000009663

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

CERT. OF STATUS..0

PAGES..... 6

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97 JUN 12 AM 10:27  
TALLAHASSEE, FLORIDA

DM 6/12/97

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CERTIFICATE OF INCORPORATION  
OF

ADVANCE ENGINEERING & TESTING CONSULTANTS, INC.

FILED  
JUN 12 AM 10:27  
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is: ADVANCE ENGINEERING & TESTING CONSULTANTS, INC.

ARTICLE II. NATURE OF THE BUSINESS

The general nature of this business to be transacted by this corporation is : Any legal business in the State of Florida or in The United States.

To conduct business in, have one or more offices in and provide engineering, consulting and testing services, sell, import, export, buy, hold, mortgage, convey, lease, construction and building or otherwise dispose of real and personal property, including patents, franchises, copyrights, trademarks, and licenses, in the State of Florida, and in all other states and countries.

To conduct debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of property, or other instruments to secure the payment to corporate indebtedment as required.

To purchase the corporate assets of any other

Prepared by:  
Carlos Solano  
1235 Alton Rd.  
Miami Beach, FL 33139  
(305) 674-4661

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corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of shares of the capital stock of, or any bonds, securities, or other evidences of indebted created by any other corporation of the State of Florida or any other state or government, and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

#### ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock this corporation is authorized to have outstanding at any time is 1000 ( One Thousand) shares of common stock having a nominal of \$ 1.00 Par/value.

#### ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation will begin business with is \$ 1,000.00 ( Ten Thousand 00/100.)

#### ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

#### ARTICLE VI ADDRESS

The initial post office address of this corporation in the State of Florida is: 751 Okeshobee Road, Hialeah, Fl. 33010. The Board of Directors may, from time to time move the principal office to any other office in Florida.

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ARTICLE VII. DIRECTORS

The corporation shall have two Director(s) initially the number of directors may be increased or diminished from time to time, by by-laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VIII. SUBSCRIBERS

The name and post office address of each subscriber to these Articles of Incorporation are:

Alberto Ramirez  
751 Okeechobee Road, Hialeah, Fl. 33010.

President/Secretary

Rocio Londono  
751 Okeechobee Road, Hialeah, Fl. 33010.

Vice-President

ARTICLE IX. REGISTERED OFFICE AND REGISTERED AGENT

The registered office shall be at: 751 Okeechobee Road. Hialeah, Fl. 33010 and the registered agent being Alberto Ramirez.

ARTICLE X. AMENDMENT

The articles of Incorporation may be amended in the manner provided by laws. Every amendment shall be approved holders, and approved at a stockholders meeting by a majority of the stock entitled to vote thereon.

  
Alberto Ramirez  
President - Secretary

  
Rocio Londono  
Vice-President

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

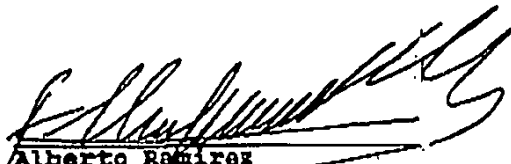
In compliance with Section 607.34 Florida Statutes, The following is submitted, in compliance with said Act:

FIRST: That, Advance Engineering & Testing Consultants, Inc. desiring to organize or qualify under the laws of the State of Florida with its principal office, as indicated in the articles incorporation at City of Miami, County of Dade, and State of Florida has hereby named Alberto Ramirez of 751 Okeechobee Road, Hialeah, Fl. 33010 as its agent to accept services of process within this state.

**ACKNOWLEDGMENT:**

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 provision of said Act relative to keeping open said office.

  
Alberto Ramirez  
Register Agent.

97 JUN 12 AM 10:27  
TALLAHASSEE, FLORIDA

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STATE OF FLORIDA


) ss

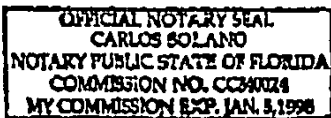
COUNTY OF DADE

I HEREBY CERTIFY : That on this day, before me, a Notary Public the undersigned authority, duly authorize to administer oaths and take acknowledgments, personally appeared, Alberto Ramirez and Rocio Londono of Advance Engineering & Testing Consultants, Inc. a Florida Corporation.

Who after being duly sworn, executed the foregoing Articles of Incorporation and acknowledge before me that the subscribers to those Articles on Incorporation.

IN WITNESS WHEREOF , I have hereunto set my hand and official seal at Miami, said County and State, on this 9th day of the month of June, 1997.

  
NOTARY PUBLIC SEAL



MY COMMISSION EXPIRES:

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