

P97000075517

August 25, 1997

Florida Department of State
Division of Corporations
P. O. Box # 6327
Tallahassee, FL 32314

700002280057--0
-08/28/97--01088--013
****122.50 ****122.50

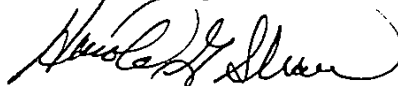
Gentlemen:

Enclosed herewith please find the original Articles
of Incorporation for CTEC - ESCM, Inc., as well as the
certificate designating its registered agent.

Also enclosed is a check for the various fees of \$ 122.50.

We would appreciate your processing this matter at your
earliest convenience and return to me a certified copy
of the enclosed materials.

Yours truly,



Harold G. Shaw

P. O. Box # 271
Pinellas Park, FL 33780 - 0271

97 AUG 29 AM 8:57

FILED
DEPT OF STATE
TALLAHASSEE, FL

RP
9-2-97

ARTICLES OF INCORPORATION

OF

CTEC - ESCM, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION

97 AUG 29 AM 8:57

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, herewith adopts the following articles for such corporation.

ARTICLE I

Name: The name of this corporation is: CTEC - ESCM, Inc.

ARTICLE II

Duration: The period of its duration is perpetual.

ARTICLE III

Purpose: The purpose is to engage in any activities or business permitted under the laws of the United States of America and the State of Florida.

ARTICLE IV

Capital Stock: The corporation is authorized to issue 1000 shares, all of one class, at \$ 1.00 Par Value.

ARTICLE V

Incorporator: The name and address of the incorporator of this corporation signing these articles is:
Harold G. Shaw
11443 - 43 Street - North
Clearwater, FL 33762

ARTICLE VI

Initial principal mailing address: The initial mailing address of this corporation is:
P. O. Box # 271
Pinellas Park, FL 33780 - 0271

ARTICLE VII

Initial principal street address: The initial street address of this corporation is:
11443 - 43 Street - North
Clearwater, FL 33762

ARTICLE VIII

Initial registered agent: The initial registered agent of this corporation is:
Harold G. Shaw
11443 - 43 Street - North
Clearwater, FL 33762

ARTICLE IX

Initial board of directors: This corporation shall have one director initially. The number of directors may be increased or decreased from time to time, but shall never be less than one. The name and address of the initial director is: Harold G. Shaw
11443 - 43 Street - North
Clearwater, FL 33762

ARTICLE X

Bylaw amendments: The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the board of directors and the shareholders.

ARTICLE XI

Indemnification: The corporation shall indemnify any officer or director, or any former officer or director to the fullest extent as permitted by law.

ARTICLE XII

Informal action of directors: If all the directors severally or collectively consent in writing to any action taken by the corporation, and the writing evidencing such consent is filed with the secretary of the corporation, such action shall be as valid as though it had been authorized at a meeting of the board of directors.

ARTICLE XIII

Amendments to articles: This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XIV

Preemptive rights: Every shareholder, upon the sale for cash or otherwise, of any new unissued stock of this corporation of the same kind, class or series as that which he already owns and holds, shall have the right to purchase his pro rata share thereof at the same price at which it is offered to others.

end of articles

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 25TH day of AUGUST, 199 7.

WITNESSES:

John A. Viny

Charles D. Elliott

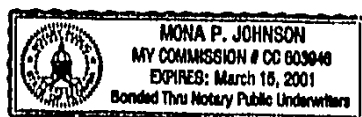
Harold G. Shaw (seal)
Incorporator: Harold G. Shaw

STATE OF FLORIDA

COUNTY OF PINELLAS

I HEREBY CERTIFY that on this date aforesaid, personally appeared before me, the undersigned authority, HAROLD G. SHAW, to me known to be the person described in and who executed the foregoing instrument and acknowledged the execution thereof to be his free act and deed for the purposes therein set forth.

WITNESS my hand and seal the date last aforesaid.



Mona P. Johnson
Notary Public

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

Pursuant to Florida Statutes pertaining to naming of the
registered agent, the following is submitted in compliance
with those statutes:

That CTEC - ESCM, INC. desires to organize under the laws
of the State of Florida, with its principal office as
designated in the original articles of incorporation, the
the County of Pinellas, Florida, and has named:

Harold G. Shaw
11443 - 43 Street - North
Clearwater, FL 33762

as its agent upon whom process may be served in this state.

ACKNOWLEDGEMENT: Having been named to accept service of
process for the above named corporation, at the place as
designated in the certificate, I hereby accept to act in
this capacity and agree to comply with all of the
provisions of said act.

date:

8/25/97



Harold G. Shaw,
Registered Agent

97 AUG 29 AM 8:57

FILED
CLERK OF CIRCUIT
JUDICIAL DISTRICT
OF FLORIDA
SOUTHERN DISTRICT