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LAW OFFICES
PETER C.K. ENWALL, P.A.
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MERIDIEN CENTRE
2790 NW 43RD STREET, SUITE 200

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December 2, 1997

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

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*****70.00 *****70.00

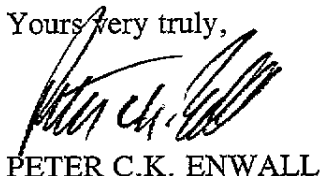
**Re: Articles of Incorporation for
Transportation and Engineering Consultants, Inc.**

To Whom It May Concern:

Please find enclosed the original and one copy of the Articles of Incorporation for TRANSPORTATION AND ENGINEERING CONSULTANTS, INC., together with my check in the amount of \$70.00.

Would you be so kind as to provide me with a copy of the recorded Articles. Thank you for your cooperation.

Yours very truly,



PETER C.K. ENWALL

PCKE/ep
Enclosures

FILED
97 DEC -5 AM 4:26
CLERK OF STATE
TALLAHASSEE, FLORIDA

BB
12/9/97

ARTICLES OF INCORPORATION
OF
TRANSPORTATION AND ENGINEERING CONSULTANTS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

Name. The name of this Corporation is TRANSPORTATION AND ENGINEERING CONSULTANTS, INC.

ARTICLE II

Duration. The period of duration of this Corporation shall be perpetual, commencing on the date of execution and acknowledgment of these articles.

ARTICLE III

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

ARTICLE IV

Address. The street address of the initial principal office and the mailing address of the corporation is: 711 S.W. 75th Street, Apartment 210, Gainesville, FL, 32607.

ARTICLE V

Capital Stock. This Corporation is authorized to issue 7,500 shares of One Dollar (\$1.00) par value common stock.

ARTICLE VI

By-Laws. The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

ARTICLE VII

Initial Registered Office and Agent. The street address of the corporation's initial registered office and the name of its initial registered agent at that office is Peter C.K. Enwall, whose address is Meridien Centre, 2790 NW 43rd Street, Gainesville, Florida, 32606, and a written acceptance of same is appended to these Articles.

ARTICLE VIII

Pre-emptive Rights. Each shareholder of this corporation shall have the first right to purchase shares of any class, kind or series of stock in this corporation that may from time to time be issued, whether or not presently authorized, including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed

waived by any shareholder who does not exercise it and pay for the shares pre-empted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his pre-emptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

ARTICLE IX

Incorporator. The name and address of the incorporator is Peter C.K. Enwall,
Meridien Centre, 2790 N.W. 43rd Street, Suite 200, Gainesville, FL, 32606.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 2nd day of December, 1997.



PETER C.K. ENWALL
Incorporator

STATE OF FLORIDA
COUNTY OF ALACHUA

BEFORE ME, personally appeared PETER C.K. ENWALL, who being sworn,
deposes and says that he is the Incorporator of these Articles of Incorporation, and such
Incorporator verifies that all statements and information contained herein are true and correct.

Dated this 2nd day of December, 1997.

Ellen Potter

Notary Public

Print Name:

Commission Expiration Date:

Commission Number:



ELLEN POTTER
MY COMMISSION # CC359117 EXPIRES
April 24, 1998
BONDED THRU TROY FAIR INSURANCE, INC.

REGISTERED AGENT'S ACCEPTANCE

I hereby am familiar with and accept the duties and responsibilities as Registered Agent
for this Corporation.



PETER C.K. ENWALL
Registered Agent

FILED
97 DEC -5 AM 4:25
SOUTH DAVENPORT STATE
TALLAHASSEE, FLORIDA