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May 22, 1998

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Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Articles of Incorporation
Bishop Engineering Company

300002535473--6
-05/26/98--01098--018
*****78.75 *****78.75

Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Incorporation for Bishop Engineering Company. Also enclosed is a check in the amount of \$78.75 for filing fee and return of a certificate. Please return the certificate in the enclosed self addressed stamped envelope.

If you have any questions, please feel free to contact me.

Very truly yours,


Ralph C. Losey

RCL/lk
Enclosures

FILED
98 MAY 26 AM 9:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

3625

ARTICLES OF INCORPORATION

OF

BISHOP ENGINEERING COMPANY

The undersigned subscribers to these Articles of Incorporation hereby form a corporation under the Florida General Corporation Act.

ARTICLE I

Name of Corporation

The name of the corporation is:

BISHOP ENGINEERING COMPANY

ARTICLE II

General Purpose

This corporation is organized for the purpose of providing professional engineering services and for transacting any or all lawful business permitted by the laws of the State of Florida and of the United States of America.

ARTICLE III

Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV

Address

The initial street address of the principal office of this corporation in the State of Florida is:

4713 Amersham Court
Orlando, Florida 32826

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TALLAHASSEE, FLORIDA

ARTICLE V

Pre-Emptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

Directors

The business of this corporation shall be managed by a Board of Directors. There shall be one director initially. The number of directors may be increased, and after such increase, decreased from time to time by bylaws adopted by the shareholders.

The name and street address of the member(s) of the first Board of Directors are:

Bradford T. Bishop	4713 Amersham Court
	Orlando, Florida 32826

ARTICLE VII

Incorporators and Subscribers

The name and street address of each person signing the Articles of Incorporation as incorporator(s) and subscriber(s) are:

Bradford T. Bishop	4713 Amersham Court
	Orlando, Florida 32826

ARTICLE VIII

Duration and Date Corporate Existence Commences

The date when corporate existence for this corporation shall begin shall be on the date of the filing of these Articles of Incorporation and this corporation shall have perpetual duration.

ARTICLE IX

Registered Agent

The street address of the initial registered agent of this Corporation is 4713 Amersham Court, Orlando, Florida 32826, and the name of the initial registered agent of this Corporation at that address is Bradford T. Bishop.

ARTICLE X

Indemnification

The corporation shall indemnify any officer, director or any former officer or director, to the full extent permitted by law.

ARTICLE XI

Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in and is hereby reserved to the shareholders. Bylaws shall be adopted, altered, amended or repealed as provided therein.

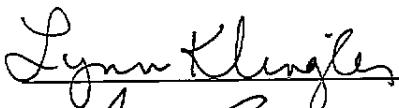
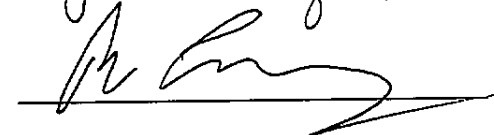
ARTICLE XII

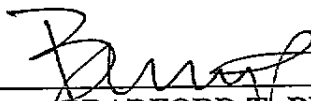
Amendment

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the date of signing.

SIGNED, SEALED and DELIVERED
in the presence of:


BRADFORD T. BISHOP

STATE OF FLORIDA
COUNTY OF Orange

The foregoing instrument was acknowledged before me this 22 day of May, 1998,
by **BRADFORD T. BISHOP**, who is personally known to me or who has produced FL DL#
as identification and who did (did not) take an oath.

B210-078-62-111-0

Cynthia D Rose
Cynthia D. Rose
(print name)

Notary Public, State of Florida
My commission expires:




CYNTHIA D ROSE
My Commission CC389117
Expires Jun. 30, 1998
Bonded by HAI
800-422-1555

**ACCEPTANCE OF APPOINTMENT BY INITIAL
REGISTERED AGENT**

THE UNDERSIGNED, a resident of the State of Florida, having been named in Article IX of the foregoing Articles of Incorporation as initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that it is familiar with, and hereby accepts, the obligations for registered agents set forth in the Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to it as Registered Agent of the Corporation.

DATED, this 22 day of May, 1998.



BRADFORD T. BISHOP, Registered Agent
4713 Amersham Court
Orlando, Florida 32826

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98 MAY 26 AM 9:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA