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WILLIAM D. PRIDGEON
1933-1980

MICHELLE VAUGHNS
1946-1982

RETIRED

RAY D. HELPLING
WILLIAM N. LONG

OF COUNSEL

WILLIAM C. ANDREWS

July 2, 1998

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-07/06/98--01122--008
***122.50 ***122.50

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: HDH Engineering, Inc.

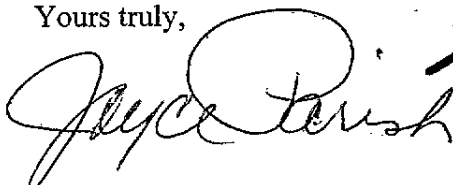
Dear Sir:

Enclosed herewith are the following documents for the captioned corporation:

1. Original set of Articles.
2. Copy of articles in order to have a certified set return to us.
3. Our check in the amount of \$122.50 to cover the filing fees, etc.

Please call if you need anything further.

Yours truly,



Joyce Parish
Legal Asst.
Enclosures

~~WPS 154169~~
DNC
7-8-98

FILED
98 JUL 14 AM 9:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 8, 1998

JOYCE PARISH, LEGAL ASST.
SCRUGGS & CARMICHAEL, P.A.
P.O. BOX 23109
GAINESVILLE, FL 32602

SUBJECT: HDH ENGINEERING, INC.
Ref. Number: W98000015469

We have received your document for HDH ENGINEERING, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The subscriber listed in Article IX must sign the articles as subscriber.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 298A00036441

ARTICLES OF INCORPORATION
OF
HDH ENGINEERING, INC

FILED
98 JUL 14 AM 9:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, being natural person(s) competent to contract, hereby, for the purpose of forming a corporation under the laws of the State of Florida, adopt the following Articles of Incorporation for such corporation:

ARTICLE I

NAME: The name of the corporation shall be HDH ENGINEERING, INC.

ARTICLE II

NATURE OF BUSINESS: The general nature of the business to be transacted by this corporation is:

1. To conduct business in, having one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real property and personal property, including franchises, patents, copyrights, trademarks, and licenses in the State of Florida and all other states and countries.
2. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, or transfers of corporate indebtedness as required.
3. To purchase the corporate assets of any other corporation engaged in same or other character of business.
4. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of shares of the capital stock of, or any bond securities, or other evidence of indebtedness created by this or any other corporation of the State of Florida or any other state or government, and while owner of such stock exercise all rights, powers, and privileges of ownership, including the right to vote such stock.
5. To engage in any other lawful activity or business permitted under 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 this corporation is authorized to have outstanding at any time is 7,000 shares of common stock at a part value of One Dollar (\$1.00) per share.

ARTICLE IV

INITIAL CAPITAL: The amount of capital with which this corporation will begin business is Five Hundred Dollars (\$500.00).

ARTICLE V

TERM OF EXISTENCE: The corporation is to exist perpetually.

ARTICLE VI

ADDRESS: The initial address of the principal offices of the corporation is 2530 N.W. 11th Avenue, Gainesville, Florida 32605. The Board of Directors may from time to time move the principal office to any other address in the State of Florida

ARTICLE VII

DIRECTORS: The corporation shall have three (3) director initially and shall be comprised of stockholders only. The number of Directors may be increased or decreased from time to time by By-Laws adopted by the stockholders but shall never be less than one (1) or more than nine (9). The Directors shall be entitled to one vote for each share of common stock owned.

ARTICLE VIII

BOARD OF DIRECTORS: The names and addresses of the members of the first Board of Directors to serve for the first year or until otherwise replaced according to the By-Laws adopted by the stockholders are: KIRK HATFIELD, 2530 N.W. 11th Ave., Gainesville, FL 32605; JEFFREY L. HARMON, 321 SE 3rd St. Apt. E-10, Gainesville, FL 32601 and GEORGE G. DEMMY, 1223 SW 14th St., Gainesville, FL 32605.

ARTICLE IX

SUBSCRIBER: The name and address of the subscriber to these Articles of Incorporation is Kirk Hatfield, 2530 NW 11th Ave., Gainesville, FL 32605.

ARTICLE X

REGISTERED AGENT AND REGISTERED ADDRESS: Kirk Hatfield, whose address is 2530 N.W. 11th Avenue, Gainesville, Florida 32605, is authorized to serve as the initial registered agent of the corporation to accept service of process as registered agent of the corporation.

ARTICLE XI

PRE-EMPTIVE RIGHTS: Each shareholder of this corporation shall have a pre-emptive right to purchase additional shares of the corporation at any such time as the same are offered for sale by the corporation.

ARTICLE XII

BY-LAWS: The stockholders shall be authorized to adopt by-laws, including therein a provision for replacement of loss or destroyed stock certificates; for a lien upon the stock for stockholders' indebtedness to the corporation; that such by-laws are not to be inconsistent with the laws of the State of Florida; that the

to the corporation; that such by-laws are not to be inconsistent with the laws of the State of Florida; that the by-laws can be amended by the stockholders of this corporation; and a provision that, by a stockholder's agreement or by-laws, the corporation may restrict the transfer or encumbrance of any and all the stock.

ARTICLE XIII

AMENDMENTS: These Articles of Incorporation may be amended in the manner provided herein except as modified by Florida Law. Each amendment must be approved by a majority vote of those stockholders entitled to vote thereon, at a meeting for which at least ten days advance notice was given to all stockholders of the language of the proposed amendment, unless all stockholders execute a written waiver of the requirement for advance notice. Notice shall be accomplished by hand delivery to each stockholder or by furnishing a copy of the notice of meeting to the stockholders last known address by use of United States Postal Services.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this


30th day of June, 1998.

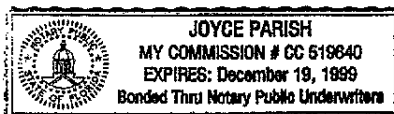

Kirk Hatfield, Subscriber

STATE OF FLORIDA
COUNTY OF ALACHUA

BEFORE ME, the undersigned authority personally appeared Kirk Hatfield, to me personally known or who provided Id. Criminal License as identification and known to be the person described in and who executed the foregoing Articles of Incorporation, and who acknowledged to and before me that he signed the same freely and voluntarily for the uses and purposes therein expressed and who did/did not take an oath.

WITNESS my hand and seal at Gainesville, Alachua County, Florida, this 30th day of June, 1998.


Notary Public, State of Florida
My Commission expires:



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

FILED
98 JUL 14 AM 9:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That HDH ENGINEERING, INC..., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in the City of Gainesville, County of Alachua, State of Florida, has named KIRK HATFIELD, 2530 NW 11th Ave., Gainesville, FL 32605, as its agent to accept service 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 accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


Kirk Hatfield, Registered Agent