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LEON A. WILLIAMSON, JR.

ATTORNEY AT LAW

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TAMPA, FLORIDA 33610

ALSO ADMITTED
IN TEXAS

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November 2, 1998

Florida Secretary of State
Corporation Division
New Filing Section
George Firestone Building
409 E. Gaines Street
Tallahassee, Florida 32399

600002679346--7
-11/03/98--01074--018
*****78.75 *****78.75

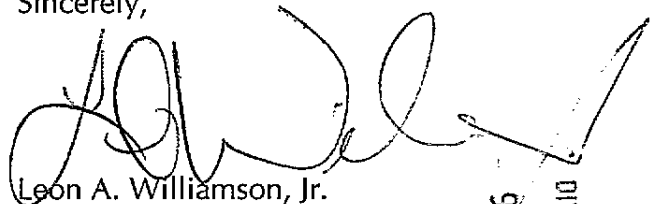
RE: EME Jamaica, Inc.

To Whom It May Concern:

Enclosed are the Articles of Incorporation of EME Jamaica, Inc. Enclosed is a check from my Trust Account in the amount of \$78.75 for the filing fee and Certificate of Incorporation. I would appreciate your file stamping the copy enclosed herewith, and returning it, along with a Certificate of Incorporation, to me in the enclosed FedEx envelope.

If you have any questions, please do not hesitate to contact me.

Sincerely,



Leon A. Williamson, Jr.

/jmh

Encl.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV -3 AM 9:29

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ARTICLES OF INCORPORATION OF
EME JAMAICA, INC.

In compliance with the requirements of Florida Statutes Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is EME Jamaica, Inc.

ARTICLE II

The existence of the Corporation shall begin on the date of the filing of these Articles of Incorporation with the Secretary of State of the State of Florida.

ARTICLE III

The address of the principal office of the Corporation is 2515 E. Hanna Avenue, Tampa, Florida 33610.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 100, all of which shall be Common Shares which shall have a par value of \$1.00 per share. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share upon all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 2515 E. Hanna Avenue, Tampa, Florida 33610. The initial registered agent for the Corporation at that address is Leon A. Williamson, Jr.

ARTICLE VI

The initial Board of Directors shall consist of two members. The names and addresses of the individuals who will serve on the initial Board of Directors are as follows:

Jaime Jurado
2515 E. Hanna Avenue
Tampa, FL 33610

Franklin Walker
2515 E. Hanna Avenue
Tampa, FL 33610

The number of members of the Board of Directors may be increased or decreased by adoption of bylaws, and the number thereof may be increased or decreased from time to time by amendment thereto, however, there shall always be at least one member of the Board of Directors.

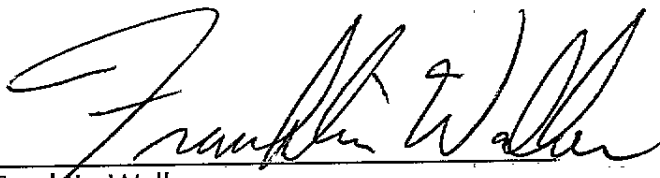
ARTICLE VII

The name and street address of the person signing these Articles of Incorporation is Franklin Walker, and his address is 2515 E. Hanna Avenue, Tampa, FL 33610.

ARTICLE VIII

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by applicable law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 2nd day of November, 1998.

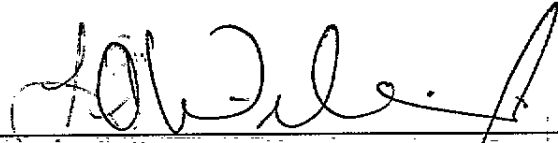

Franklin Walker

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for EME Jamaica, Inc. at the place designated in the Articles of Incorporation, the undersigned accepts said designation, and further being familiar with the obligations of that position pursuant to Florida Statutes Section 607.0501(3) accepts the obligations set forth in said Statute.

11-2-98

Date



Leon A. Williamson, Jr.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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