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Requestor's Name

**ROY L. LUCAS**

**P.O. BOX 190007**

**FORT LAUDERDALE, FLORIDA 33319**

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1. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
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<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
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<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
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C. GALLMON-CASE

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
MECHANICAL ENGINEERS & INDUSTRIAL SERVICES, INC.**

The undersigned subscribers to these Articles of Incorporation, being natural persons competent to contract, hereby associate themselves to form a corporation under the laws of the State of Florida.

**ARTICLE I**

The name of this corporation shall be: **MECHANICAL ENGINEERS & INDUSTRIAL SERVICES, INC.**

**ARTICLE II**

**NATURE OF BUSINESS**

This corporation may engage in any lawful activity or business permitted under the laws of the State of Florida. The general nature of business objects and purposes to be transacted by this corporation are:

To have perpetual succession by its corporate name;

To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;

To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;

To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated;

To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;

To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statute 607.141;

To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income;

To lend money for its corporate purposes, invest and reinvest its funds, and take hold real and personal property as security of the payment of funds so loaned or invested;

To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state;

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation;

To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for the administration;

To make donations for the public welfare or for charitable, scientific, or educational purposes;

To transact any lawful business which the board of directors shall find will be in aid of governmental policy;

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries;

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprises;

To have and exercise all powers necessary of convenient to effect its purposes;

To indemnify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statute 607.014.

### **ARTICLE III**

#### **CAPITAL STOCK**

The aggregate number of shares of capital stock which the corporation has authority to issue is 2,500 shares all of which shall be common stock with a par value of \$1.00 per share.

Shares of capital stock in this corporation shall be issued initially to the following persons in the amounts set opposite their names:

Kenneth Agustus Wedderburn	-	500 shares
Jacquis Valarie Marquis-Wedderburn	-	300 shares
Glenford Williams	-	200 shares

### **ARTICLE IV**

#### **INITIAL CAPITAL**

The amount of capital with which this corporation will begin business is not less than \$250.00.

### **ARTICLE V**

The post office address of the principal office of this corporation shall be 351 NW Archer Avenue, Port St. Lucie, FL 34983 or at such other place as may hereafter be designated by the Board of Directors. The post office address of the registered office of this corporation shall be 7380 NW 52nd Court, Lauderhill, FL 33301, or at such other place as may hereafter be designated by the Board of Directors. The registered agent of this corporation shall be **ROY L. LUCAS**, whose business address is and will be identical with the registered office of this corporation.

**ARTICLE VI**

This corporation shall have not less than two directors initially. The number of directors may increase or decrease from time to time by Bylaws adopted by the shareholders but shall never be less than one.

**ARTICLE VII**

The names and post office addresses of the subscribers to these Articles of Incorporation are as follows:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
Kenneth Augustus Wedderburn	351 NW Archer Avenue Port St. Lucie, FL 34983
Jacquis Valarie Marquis-Wedderburn	351 NW Archer Avenue Port St. Lucie, FL 34983
Glenford Williams	4401 NW 4 <sup>th</sup> Court Plantation, FL 33317


**ARTICLE VIII**

The name and address of the incorporator executing these Articles of Incorporation is:

Roy L. Lucas  
P.O. Box 190007  
Ft. Lauderdale, FL 33319

**IN WITNESS WHEREOF**, the undersigned incorporators have executed these Articles of Incorporation this 24 day of JUNE, 1999.

  
\_\_\_\_\_  
**KENNETH A. WEDDERBURN**

  
\_\_\_\_\_  
**JACQUIS V. MARQUIS-WEDDERBURN**

  
**GLENFORD WILLIAMS**

**ARTICLE IX**

The names and post office addresses of the initial members of the first Board of Directors are:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
Kenneth Augustus Wedderburn, President	351 NW Archer Avenue Port St. Lucie, FL 34983
Jacquis Valarie Marquis-Wedderburn, Vice-President	351 NW Archer Avenue Port St. Lucie, FL 34983
Glenford Williams, Director	4401 NW 4 <sup>th</sup> Court Plantation, FL 33317

**ARTICLE X**

**PRE-EMPTIVE RIGHTS**

Each shareholder of the corporation shall be entitled to full pre-emptive rights to acquire his proportional part of any unissued or treasury shares of the corporation, or securities of the corporation convertible into or carrying a right to subscribe to or acquire such shares, which may be issued at any time by the corporation.

**ARTICLE XI**

**TERM OF EXISTENCE**

This corporation shall have perpetual existence.

**IN WITNESS WHEREOF**, we have hereunto set our hands and seals at Ft. Lauderdale,

Florida, this 24 day of JUNE, 1999.

  
**KENNETH A. WEDDERBURN**

  
**JACQUIS V. MARQUIS-WEDDERBURN**

FILED  
99 JUN 28 AM 10:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Glenford Williams  
**GLENFORD WILLIAMS**  
**STATE OF FLORIDA** )  
122-70-7847 )SS  
**COUNTY OF BROWARD** )

**BEFORE ME**, the undersigned authority, this day personally appeared Kenneth A. Wedderburn, Jacquis V. Marquis-Wedderburn and Glenford Williams, to me well known to be the identical persons described in and who executed the attached Articles of Incorporation of **MECHANICAL ENGINEERS & INDUSTRIAL SERVICES, INC.**, and they acknowledged before me that they signed and executed the same of the purposes therein set forth.

**IN WITNESS WHEREOF**, I have hereunto set my hand and official seal at Ft. Lauderdale, Florida on this 24<sup>th</sup> day of JUNE, 1999.

  
**NOTARY PUBLIC**  
**STATE OF FLORIDA AT LARGE**

NOTARY PUBLIC - STATE OF FLORIDA  
ROY L. LUCAS  
COMMISSION # CC822054  
EXPIRES 4/25/2003  
BONDED THRU ASA 1-888-NOTARY1

MY COMMISSION EXPIRES:

NOTARY PUBLIC - STATE OF FLORIDA  
ROY L. LUCAS  
COMMISSION # CC822054  
EXPIRES 4/25/2003  
BONDED THRU ASA 1-888-NOTARY1

**REGISTERED AGENT**

**HAVING BEEN NAMED** to serve as Registered Agent for **MECHANICAL ENGINEERS & INDUSTRIAL SERVICES, INC.**, at 7380 NW 52nd Court, Lauderhill, FL 33301, I hereby agree to act in this capacity and agree to comply with the provisions of Florida Statute relative to keeping said office open.

  
**ROY L. LUCAS**