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Gary R. Gossett, Jr.
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Telephone
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July 8, 1999

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

Re: Articles of Incorporation for
Heartland Engineering and Environmental Science, Inc.

Dear Sir or Madam:

Please find the enclosed Articles of Incorporation for Heartland Engineering and Environmental Science, Inc. In addition, I have also enclosed a check in the amount of $122.50 to cover your filing and certification fees.

Thank you in advance for your time and prompt response to this matter. Of course, please do not hesitate to contact this office should you have further questions, comments or concerns.

Sincerely,

Felecia Boulos
Paralegal
(941) 385-6067

FILED
99 JUL 12 PM 6:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

D. BROWN JUL 1 9 1999

ARTICLES OF INCORPORATION OF HEARTLAND ENGINEERING AND ENVIRONMENTAL SCIENCE, INC.

THE UNDERSIGNED natural persons, hereby associate themselves with the intention of forming a corporation in accordance with the Florida Corporation Act, and hereby adopt the following articles of incorporation for such corporation:

ARTICLE I
NAME

The name of the corporation is **HEARTLAND ENGINEERING AND ENVIRONMENTAL SCIENCE, INC.**

ARTICLE II
DURATION

This corporation shall become effective upon signing and the period of the corporation's duration shall be perpetual, or until dissolved by a vote of the shareholders as hereafter provided.

ARTICLE III
PURPOSE

The purpose of the corporation is to engage in any lawful activity.

ARTICLE IV
CAPITAL STOCK

The total number of shares of capital stock which the corporation shall be authorized to issue is five-hundred (500) shares. Such shares shall be of a single class of common stock, and shall not have a par value.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V
CAPITALIZATION

The amount of capital with which the corporation will begin to engage in business is five-hundred dollars ($500.00).

ARTICLE VI
PRINCIPAL OFFICE

The address of the corporation's principal office is 2408 W. Central Avenue, City of Winter Haven, County of Polk, State of Florida, 33880. The name of the initial registered agent of the corporation, located 2221 U.S. 27 South, Sebring, Florida 33880, is **Gary R. Gossett, Jr., Esquire.**

ARTICLE VII
CORPORATE POWERS

The corporation shall have all the rights and powers now or hereafter conferred on corporations by the laws of the State of Florida.

ARTICLE VIII
SUBSCRIBERS

The name and address of each person signing these articles of incorporation as a subscriber is:

NAME	**ADDRESS**
Bryan A. Hunter	2408 West Central Avenue Winter Haven, FL 33880

ARTICLE IX
DIRECTORS

The corporation is to be managed by a board of directors. The number of directors constituting the initial board of directors is one, and the names and addresses of the initial directors are:

NAME	ADDRESS
Bryan A. Hunter	2408 West Central Avenue Winter Haven, FL 33880

The initial directors shall hold office until their successors are elected and qualify as provided in the bylaws. Thereafter the term of office of each director shall be one year and until the election and qualification of a successor. The number of directors set forth herein shall be the authorized number of directors until such number is changed by a bylaw duly adopted by the shareholders.

ARTICLE X
BYLAWS

The initial directors shall submit the proposed bylaws to the shareholders at a meeting to be held for the purpose not more than sixty (60) days following the issuance of the Certificate of Incorporation. Following the adoption of bylaws by the affirmative vote of three fourths of the shareholders, the internal affairs of the corporation are to be regulated and managed in accordance with such bylaws.

ARTICLE XI
DISSOLUTION

The corporation may be dissolved at any time (1) by unanimous written consent of the shareholders; or (2) on the affirmative vote of the holders of at least two-thirds of the outstanding shares of the corporation entitled to vote thereon. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by him.

IN WITNESS hereof, we, the undersigned incorporators of this corporation, have executed these articles of incorporation at Sebring, Florida **on** June 28th**, 1999.**

BRYAN A. HUNTER

SWORN TO AND SUBSCRIBED before me this the 28th day of June, 1999.

Personally Known: X   Identification Produced: ________
Type of Identification : ________

Official Seal
TANYA R. MASSEY
Notary Public State of Florida
My Comm. exp Sept. 22, 2000
Comm. No. 587442

(SEAL)

NOTARY PUBLIC
Tanya R. Massey

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/
REGISTERED OFFICE

Pursuant to the provisions of 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

HEARTLAND ENGINEERING AND ENVIRONMENTAL SCIENCE, INC.

2. The name and address of the registered agent and office is:

GARY R. GOSSETT, JR.
2221 U.S. 27 SOUTH
SEBRING, FLORIDA 33870

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OBLIGATIONS OF MY POSITIONS AS REGISTERED AGENT.

Signature: Gary R. Gossett, Jr.
Date: 6-28-99

REGISTERED AGENT FILING FEE: $35.00