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February 13, 2001

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

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*****35.00 *****35.00

RE: PINE DESIGN ENGINEERING SERVICES COMPANY
Articles of Incorporation
Our Account Number - AT 6689

Gentlemen:

On behalf of the above-referenced corporation, enclosed please find two executed copies of the Articles of Incorporation and our check in the amount of \$35.00, representing the filing fee. Please file these documents and return the Acknowledgment copy of the Articles to me.

If you have any questions or require further information, please contact me.

Very truly yours,

mk for
Sue Thomas
Paralegal to Joel D. Bronstein

ST/mk
Encs.

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FILED
01 FEB 15 2001
11:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
Amend
FEB 19 2001

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
PINE DESIGN ENGINEERING SERVICES COMPANY

FILED
01 FEB 15 AM 11:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pine Design Engineering Services Company, a Florida corporation (the "Corporation"), in accordance with the Florida Business Corporation Act, and its Bylaws, hereby amends its Articles of Incorporation in its entirety and hereby adopts the following Articles of Amendment:

ARTICLE I.

NAME

The name of this corporation is Pine Design Engineering Services Company.

ARTICLE II.

PRINCIPAL OFFICE

The principal office of this corporation and the mailing address of this corporation is 550 94th Avenue North, St. Petersburg, Florida 33702.

ARTICLE III.

DURATION

This corporation shall exist perpetually.

ARTICLE IV.

PURPOSES

This corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

ARTICLE V.

CAPITAL STOCK

This corporation shall be authorized to issue Thirty Thousand (220,000) shares of \$.01 par value stock divided into two classes of stock: Class A Voting Common and Class B Non-Voting Common. Said classes of stock shall be identical in all respects except that shareholders owning Class B Non-Voting Common stock shall have no voting rights of any kind or nature whatsoever. The par value and authorized issue of such classes of stock shall be as follows:

	<u>PAR VALUE</u>	<u>AUTHORIZED ISSUE</u>
Class A Voting Common	\$.01 per share	20,000 shares
Class B Non-Voting Common	\$.01 per share	200,000 shares

There are currently issued and outstanding 25,000 shares of common stock of the Corporation held by the sole shareholder of the Corporation. Upon the filing of these Articles of Amendment, each of the 25,000 issued and outstanding shares of stock of the Corporation shall be exchanged for four (4) shares of common stock of the Corporation and of the resulting 100,000 outstanding shares, 18,000 shares shall be exchanged for 18,000 shares of Class A Voting Common Stock and the remaining 82,000 shares shall be exchanged for 82,000 shares of Class B Non-voting Common Stock. Upon completion of the exchanges set forth above, there shall be 100,000 shares outstanding of which 18,000 shares will be Class A Voting Common Stock and 82,000 shares will be Class B Non-voting Common Stock and appropriate stock certificates shall be issued to the current shareholder to evidence the exchanges of shares of stock.

ARTICLE VI.

REGISTERED OFFICE AND REGISTERED AGENT

The name of the Registered Agent of this corporation and the street address of the Registered Office are Mark Sablich, 550 94th Avenue North, St. Petersburg, Florida 33702.

ARTICLE VII.

BOARD OF DIRECTORS

This corporation shall have three (3) directors. The number of directors may be either increased or decreased from time to time as provided in the Bylaws, but shall never be less than one (1). The names and address of the directors of this corporation are Mark Sablich, Milan Sablich and Virginia Sablich, 550 94th Avenue North, St. Petersburg, Florida 33702.

ARTICLE VIII.

AMENDMENT

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

ARTICLE IX.

BYLAWS

The Bylaws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE X.

INFORMAL SHAREHOLDER ACTION

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.0704 and the Bylaws.

The Articles of Amendment to the Articles of Incorporation have been adopted by unanimous written action of all of the

directors and the sole shareholder of the Corporation of even date herewith which vote is sufficient to approve these Articles of Amendment pursuant to Sections 607.1003 and 607.1006, Florida Statutes.

IN WITNESS WHEREOF, the undersigned executes these Articles of Amendment to the Articles of Incorporation on behalf of the Corporation this 9th day of February, 2001.

PINE DESIGN ENGINEERING SERVICES COMPANY

By:


Mark Sablich, President

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT
ACKNOWLEDGMENT OF REGISTERED AGENT

Pursuant to Section 607.0501, Florida Statutes, I agree to act in the capacity of Registered Agent for the above corporation and will comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations of 607.0505, Florida Statutes.

Dated this 9th day of February, 2001.


Mark Sablich

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