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CR2E031(1/95)



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

June 15, 1999

OZELL STANKUS ASSOCIATES ARCHITECTS The Georgian Terrace 659 Peachtree Street, suite 1600 Atlanta, GA 30308

SUBJECT: OGRAM/OZELL ARCHITECTS INC.

Ref. Number: 858184

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

You must complete and return an application for each name change along with a certificate showing the name change. The certificate must be issued within the last 90 days.

The fee to file each application is \$35.00. Certified copies are optional and are \$8.75 each.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6910.

Letter Number: 799A00032266

Louise Flemming-Jackson Corporate Specialist Supervisor



## FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

May 24, 1999

PHILLIP D. OZEL OZELL STANKUS ASSOCIATES ARCHITECTS 659 PEACHTREE STREET, SUITE 1600 ATLANTA, GA 30308

SUBJECT: OGRAM/OZELL ARCHITECTS INC.

Ref. Number: 858184

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

The current name of the entity is as referenced above. Please correct your document accordingly.

An original, duly authenticated certificate from the state of incorporation/organization evidencing the amendment, must be submitted with the application. The certificate must have been issued within the past 90 days.

The fee to file articles of amendment is \$35. Certified copies are optional and are \$8.75 for the first 8 pages of the document, and \$1 for each additional page, not to exceed \$52.50.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6905.

Letter Number: 899A00028483

Thelma Lewis
Corporate Specialist Supervisor

# PROFIT CORPORATION

APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDM	ENT :	ГО
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLO	ORID.	Δ

APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)
Egg e n
SECTION I (1-3 MUST BE COMPLETED)
(1-3 MUST BE COMPLETED)
1. Ogram Ozell Architects, Inc.
Name of corporation as it appears on the records of the Department of State.
all -C Carry 70
2. State of Georgia 3. 10-19-83 Incorporated under laws of Date authorized to do business in Florida
Incorporated under laws of Date authorized to do business in Florida
SECTION H
SECTION II (4-7 COMPLETE ONLY THE APPLICABLE CHANGES)
(
4. If the amendment changes the name of the corporation, when was the change effected under the laws of
its jurisdiction of incorporation? 08-05-97
5. Ozell Stankus Ogram Architects, Inc.
Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.
not contained in new name of the corporation.
5. If the amendment changes the period of duration, indicate new period of duration.
New Duration
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
New Jurisdiction
A la D Chara
The 12 ( MM _ 6-24-99
V Signature Date
Phillip D. Ozell President
Typed or printed name Title

# Secretary of State

Corporations Division 315 West Tower #2 Martin Luther King, Jr. Dr. Atlanta, Georgia 30334-1530 DOCKET NUMBER : K91730621
CONTROL NUMBER : J209024
DATE INC/AUTH/FILED: 07/30/1982
JURISDICTION : GEORGIA
PRINT DATE : 06/22/1999

FORM NUMBER : 215

OZELL STANKUS ASSOCIATES INC. KAY M. CHANCE 659 PEACHTREE ST., STE. 1600 ATLANTA, GA 30308

#### CERTIFIED COPY

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that the attached documents are true and correct copies of documents filed under the name of

# OZELL STANKUS ASSOCIATES ARCHITECTS, INC. A DOMESTIC PROFIT CORPORATION

Said entity was formed in the jurisdiction set forth above and has filed in the Office of Secretary of State on the date set forth above its certificate of limited partnership, articles of incorporation, articles of association, articles of organization or application for certificate of authority to transact business in Georgia.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence of the existence or nonexistence of the facts stated herein.



Cathy Cox
Secretary of State

# **Secretary of State**

**Corporations Division** 315 West Tower 2 Martin Luther King, Jr. Dr. Atlanta, Georgia 30334-1530

983070355 DOCKET NUMBER : 8209024 CONTROL NUMBER: 10/29/1998 EFFECTIVE DATE:

Brown to the second section of the second of

0047 REFERENCE :

11/03/1998 PRINT DATE

FORM NUMBER : 611

And the state of t

WITHROW, MCQUADE & OLSEN, LLP ATTN: SARAH E. RATLIFF 3379 PEACHTREE RD NE STE 970 ATLANTA GA 30326

#### CERTIFICATE OF NAME CHANGE AMENDMENT

I, Lewis A. Massey, the Secretary of State and the Corporation Commissioner of the State of Georgia, do hereby certify under the seal of my office that

### OZELL STANKUS OGRAM ARCHITECTS, INC. A DOMESTIC PROFIT CORPORATION

has filed articles of amendment in the office of the Secretary of State changing its name to

#### OZELL STANKUS ASSOCIATES ARCHITECTS. INC.

and has paid the required fees as provided by Title 14 of the Official Code of Georgia Annotated. Attached hereto is a true and correct copy of said articles of amendment.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.

SECRETARY OF STATE





983070351-NR
ARTICLES OF AMENDMENT 983070355
OZELL STANKUS OGRAM ARCHITECTS, INC.

I.

The name of the Corporation is:

Ozell Stankus Ogram Architects, Inc.

II.

The date of incorporation is July 30, 1982, and the control number of the Corporation is 8209024.

III.

The Corporation hereby amends its Articles of Incorporation by deleting Article I in its entirety and substituting therefor the following:

### "ARTICLE I

The name of the Corporation is: OZELL STANKUS ASSOCIATES ARCHITECTS, INC."

IV.

The foregoing amendment was adopted by unanimous written consent of the Board of Directors of the Corporation pursuant to O.C.G.A. § 14-2-1002(8). Shareholder action was not required. The date of the adoption of the amendment was the <u>20</u> day of <u>October</u> 1998, and the amendment shall be effective as of the date of fitting of the amendment.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment this day of October 1998.

OZELL STANKUS OGRAM ARCHITECTS, INC.

Phillip DUOzell, President

SECRETARY OF STATES

BS 148 PH '98

BS R (4)

# CERTIFICATE

The undersigned hereby certifies that the request for publication of a notice of intent to file articles of amendment to change the name of Ozell Stankus Ogram Architects, Inc. to Ozell Stankus Associates Architects, Inc. and payment therefor have been made as required by O.C.G.A. § 14-2-1006.1.

This 28 day of October, 1998.

Scott C. Withrow

Secretary of State Corporations Division Suite 315, West Tower 2 Martin Tuther King Ir. Ar. Atlanta, Georgia 30334-1530

DOCKET NUMBER: 972240904 CONTROL NUMBER: 8209024 EFFECTIVE DATE: 08/05/1997 REFERENCE: 0086 PRINT DATE: 08/12/1997

1 . 4.

1. ....

PRINT DATE : 08/12/1997 FORM NUMBER : 611

WITHROW, MCQUADE & OLSEN ANDREA L. PHILLIPS 3379 PEACHTREE ROAD, NE/S970 ATLANTA GA 30326

# CERTIFICATE OF NAME CHANGE AMENDMENT

I, Lewis A. Massey, the Secretary of State and the Corporation Commissioner of the State of Georgia, do hereby certify under the seal of my office that

# OGRAM/OZELL ARCHITECTS, INC. A DOMESTIC PROFIT CORPORATION

has filed articles of amendment in the office of the Secretary of State changing its name to  ${\sf State}$ 

# OZELL STANKUS OGRAM ARCHITECTS, INC.

and has paid the required fees as provided by Title 14 of the Official Code of Georgia Annotated. Attached hereto is a true and correct copy of said articles of

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.

LEWIS A. MASSEY SECRETARY OF STATE



972240904

# ARTICLES OF AMENDMENT OF OGRAM/OZELL ARCHITECTS, INC.

I.

The name of the Corporation is:

Ogram/Ozell Architects, Inc.

II.

The date of incorporation is July 30, 1982 and the control number of the Corporation is 8209024.

III.

The Corporation hereby amends its Articles of Incorporation by deleting Article I in its entirety and substituting therefor the following:

## ARTICLE I

The name of the Corporation is: OZELL STANKUS OGRAM ARCHITECTS, INC.

IV.

The foregoing amendment was adopted by the Board of Directors of the Corporation pursuant to O.C.G.A. § 14-2-1002(6) and shareholder action was not required. The date of adoption of the amendment was July 14, 1997 and the amendment shall be effective as of August 1, 1997.

OGRAM/OZELL ARCHITECTS, INC.

By: Phillip D. Qzell, President

CRETARY OF STATE

## **CERTIFICATE**

The undersigned hereby certifies that the request for publication of a notice of intent to file the Articles of Amendment to change the name of Ogram/Ozell Architects, Inc. and payment therefor have been made as required by O.C.G.A. § 14-2-1006.1(b).

This 1st day of August 1997.

Andrea L. Phillips

Secretary of State Corporations Division Suite 315, West Cower 2 Martin Luther King Ir. Ar. Atlanta, Georgia 30334-1530

BOCKET NUMBER: 950410770 CONTROL NUMBER: 8209024 02/08/1995

REFERENCE : 0064 PRINT DATE : 03/03/1995

FORM NUMBER : 611

WILSON, STRICKLAND & BENSON, P.C. LINDA H. AUTREY 1360 PEACHTREE ST, NE, STE 1100 ATLANTA GA 30309

#### CERTIFICATE OF NAME CHANGE AMENDMENT

1. MAX CLELAND, Secretary of State and the Corporation Commissioner of the State of Georgia, do hereby certify under the seal of my office that

OGRAM ARCHITECTS, INC.
A DOMESTIC PROFIT CORPORATION

has filed articles of amendment in the office of the Secretary of State changing its name to

### OGRAM/OZELL ARCHITECTS, INC.

and has paid the required fees as provided by Title 14 of the Official Code of Georgia Annotated. Attached hereto is a true and correct copy of said articles of amendment.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.

Max Clolan

SECRETARY OF STATE



ARTICLES OF AMENDMENT OGRAM ARCHITECTS, INC.

I.

The name of the corporation is: OGRAM ARCHITECTS, INC.

II.

The amendment adopted by the Board of Directors is to change the name of the corporation to:

OGRAM/OZELL ARCHITECTS INC.

III.

The Amendment to the Articles of Incorporation to change the name of the corporation was adopted by the unanimous consent of all of the Directors of OGRAM ARCHITECTS, INC., dated January 30, 1995. No shareholder action was required for the adoption of this name change.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be executed on its behalf and its corporate seal affixed and the foregoing attested all by its respective duly authorized officers on the 20th day of testwary 1995.

STATE OF GEORGIA COUNTY OF FULTON

THIS IS TO CERTIFY that I have this day forwarded to the publisher of the <u>Fulton County Daily Report</u> the attached Notice of Change of Corporate Name for publication in the official legal organ of Fulton County during two consecutive weeks together with cost of publication in the amount of \$40.00.

This 20th day of February, 1995.

PHillip D. Ozell, President

Executed in the presence of:

Notary Public

Holary Public, DeNovo County, Georgia My Commission Expires Cat. 24, 1993

# DUPLICATE



I, David B. Poythress, Secretary of State of the State of Georgia, do hereby certify that

"OGRAM ARCHITECTS, INC."

has been duly incorporated under the laws of the State of Georgia on the 30th day of July ..., 19 82, by the filing of articles of incorporation in the office of the Secretary of State and the fees therefor paid, as provided by law, and that attached hereto is a true copy of said articles of incorporation.

IN TESTIMONY WHEREOF, I have hereinto set my hand and attince time seal of my office, at the Capitol, in the City of Atlanta ilins.

30th day of July in the year and of the I hoasana. Nine Handred and Fighty

TWO and of the Independence of the United States of America the I wo Hundred and Seven.

SECRETARY OF STATE EXCHIBITION OF STATES

# ARTICLES OF INCORPORATION OF OGRAM ARCHITECTS, INC.

ĮΙ.

The name of the Corporation is:

OGRAM ARCHITECTS, INC.

II.

The Corporation shall have perpetual duration.

III.

The Corporation is organized pursuant to the Georgia Business Corporation Code.

IV.

The Corporation is a corporation for profit and is organized for the following purposes:

To engage in every phase and aspect of the business of providing architectural services. To furnish or supply by contract architectural services requiring application of the science, art, or profession of planning sites and of planning or designing buildings or architectural structures and their related facilities by and under the direct supervision of certificated architects and other licensed personnel, and do any and all things which a corporation of this kind may lawfully do, including, without limitation, consultation, investigation, evaluation, planning, design, preparation of instruments of service such as drawings and specifications, and the supervision

of construction insofar as customarily performed by architects.

The corporation shall manage, promote and market the services of such business.

To own real and personal property necessary or appropriate for the rendering of services authorized by this Article and to invest the funds of this Corporation in real estate, mortgages, stocks, bonds, or any other type of investment whatsoever. To do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of the purposes and objects enumerated in these Articles of Incorporation or any amendment thereof, necessary or incidental to the protection and benefit of this Corporation, and, in general, either alone or in assocation with other associations, corporations, firms, or individuals, to carry on any awful pursuit necessary or incidental to the accomplishment of the purposes or the attainment of the objects or the furtherance of such purposes or objects of this Corporation; and to enter into any other lawful businesses from time to time, without limitation for which corporations may be organized under the Georgia Business Corporation Code.

V,

The Corporation shall have all the powers and shall enjoy all of the rights, privileges and immunities as provided for under the Georgia Business Corporation Code.

The Corporation has authority to issue not more than 10,000 shares of common stock of \$1.00 par value.

VII.

The Corporation shall not commence business until it shall have received not less than \$500.00 in payment for the issuance of shares of stock.

VIII.

The initial registered office of the Corporation is 2001

Peachtree Center Cain Tower, 229 Peachtree Street, N.E., Atlanta,

Fulton County, Georgia 30303. The initial registered agent of
the Corporation is R. Milton Crouch.

IX.

The initial Board of Directors shall consist of one (1) member who is:

Name:

Address:

David R. Ogram

567 Linwood Avenue, N.E. Atlanta, Georgia 30305

Χ.

The name and address of the incorporator are:

David R. Ogram 567 Linwood Avenue, N.E. Atlanta, Georgia 30305

XI.

None of the holders of shares of common stock shall be entitled as a matter of right to purchase, subscribe for or otherwise acquire any new or additional shares of stock of the

Corporation of any class, or any options or warrants to purchase, subscribe for or otherwise acquire any such new or additional shares, or any shares, evidences of indebtedness or other securities convertible into or carrying options or warrants to purchase, subscribe for or otherwise acquire any such new or additional shares.

XII.

The Board of Directors of the Corporation may, from time to time and at its discretion, distribute a portion of its assets to its shareholders out of capital surplus of the Corporation.

The Corporation may, upon the adoption of a resolution by its Board of Directors, purchase its own shares to the extent of unreserved and unrestricted capital surplus available for said purchase.

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation.

R. Milton Crouch,

As Attorney for the Incorporator

## CONSENT TO APPOINTMENT AS REGISTERED AGENT

TO:

David B. Poythress
Secretary of State
Ex-Officio Corporation
Commissioner
State of Georgia

I, R. Milton Crouch, do hereby consent to serve as registered agent for the corporation OGRAM ARCHITECTS, INC.

This 30 day of July, 1982.

R. Milton Crouch

2001 Peachtree Center Cain Tower P.O. Drawer 56526 Atlanta, Georgia 30342 (404) 522-1800



I, David B. Poythress, Secretary of State of the State of Georgia, do hereby certify that

based on a diligent search of the records on file in this office, I find that the name of the following proposed domestic corporation to wit

"OGRAM ARCHITECTS, INC."

is not identical with or confusingly similar to the name of any other existing domestic or domesticated or foreign corporation registered in the records on file in this office or to the name of any other proposed domestic or domesticated, or foreign corporation as shown by a certificate of the Secretary of State heretofore issued and presently effective.

This certificate is in full force and effective for a period of 4 calendar months from date of issuance. After such period of time, this certificate is void.



In ITSTIMONY WHI REOF, I have become set my hand and affixed the seal of my office, at the Capitol, in the City of Atlanta, this 26TH day of JULY, in the year of our Lord One Thousand Nine Hundred and Lighty—TWO and of the independence of the United States of America, the Two Hundred and SEVEN.

Secretary of State, Exofficio Corporation Commissioner of the State of Georgia