

Document Number Only

F00000003252

CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
850-222-1092

DATE: 6/7

900003280289--5
-06/07/00--01088--004
*****70.00 *****70.00

Corporation(s) Name

Smithgroup Florida, Inc.
d/b/a

SmithGroup Florida Architects, Inc.

☒ Profit
☐ Nonprofit

☐ Amendment

☐ Merger

☒ Foreign
☐ LLC

☐ Dissolution
☐ Withdrawal

☐ Mark

☐ Limited Partnership
☐ Reinstatement
☐ UCC ☐ 1 or ☐ 3

☐ UBR
☐ Fictitious Name

☐ Other
☐ Ch. RA

***Special Instructions**

☐ Certified Copy
☐ Parts/amends/mergers ☐ Other-See Above

☐ Photocopies

☐ CUS

☒ Walk in

☒ Pick-up

☐ Will Wait

Please Return Filed Stamped
Copies To:

Carol Clark

Thank You!

372 6/7

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PM 1:04
DEPARTMENT OF STATE
DIVISION OF CORPORATE AFFAIRS
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 9, 2000

CT CORPORATION SYSTEM
ATTN: MELANIE STRICKLAND

SUBJECT: SMITHGROUP FLORIDA, INC.
Ref. Number: W00000006290

FILED
DIVISION OF CORPORATIONS
MAR 10 2000
7 PM 3:50

We have received your document for SMITHGROUP FLORIDA, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report/uniform business report fees due this office.)

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 800A00013008

RESOLUTION OF BOARD OF DIRECTORS
(Please print or type)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUN -7 PM 3:50

I, the undersigned Theodore Sutherland, do hereby certify that
this resolution of the Board of Directors of SmithGroup Florida, Inc a corporation duly
(Corporate Name)
organized and existing under the laws of the State of Michigan was duly adopted on May³⁰, 2000.

Be it resolved, that SmithGroup Florida, Inc. organized and existing in the State of
(Corporate Name)

Michigan, hereby adopts the name SmithGroup Florida Architects, Inc. for use in Florida.

Dated: June 1, 2000

Theodore W. Sutherland
Signature of either Chairman, Vice Chairman or any officer

Theodore W. Sutherland (PRESIDENT, SMITHGROUP FLORIDA, INC.)
Type or print Name

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA:

1. SMITHGROUP FLORIDA, INC.

(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION", or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Michigan

(State or country under the law of which it is incorporated)

3. 65-0973693

(FEI number, if applicable)

4. December 17, 1999

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. UPON QUALIFICATION

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))

7. 5201 BLUE LAGOON DRIVE, STE. 886, MIAMI, Florida 33126

(Current mailing address)

8. ARCHITECTURE, ENGINEERING AND PLANNING SERVICES.

(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine Island Road

Plantation, Florida, 33324

(Zip Code)

10. Registered agent acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application. I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

C T Corporation System

Claudia L. Sarr

(Registered agent's signature) (Officer)

CLAVOIA L. SARR, Asst. Secretary

(Type Name and Title of Officer)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached list of directors

Address: _____

Vice Chairman: See attached list of directors

Address: _____

Director: See attached list of directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

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CORPORATIONS

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.



(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. JEFFEREY G. EVANS, Assistant Treasurer

(Typed or printed name and capacity of person signing application)

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CLERK OF SUPERIOR COURT
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02/22/00

12:39

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S H & G

007

OFFICERS AND DIRECTORS OF SMITHGROUP FLORIDA, INC.

Theodore Sutherland

President and Chairman

Business: 5201 Blue Lagoon Drive
Suite 886
Miami, FL 33126

Residence: 923 Catalonia
Coral Gables, FL 33134

Arnold Mikon

Treasurer and Director

Business: 500 Griswold
Suite 200
Detroit, MI 48226

Residence: 25409 Sherwood
Huntington Woods, MI 48070

Steven J. Isaacs

Secretary and Director

Business: 225 Bush Street
11th Floor
San Francisco, CA 94104

Residence: 3124 Peachwillow Lane
Walnut Creek, CA 94598

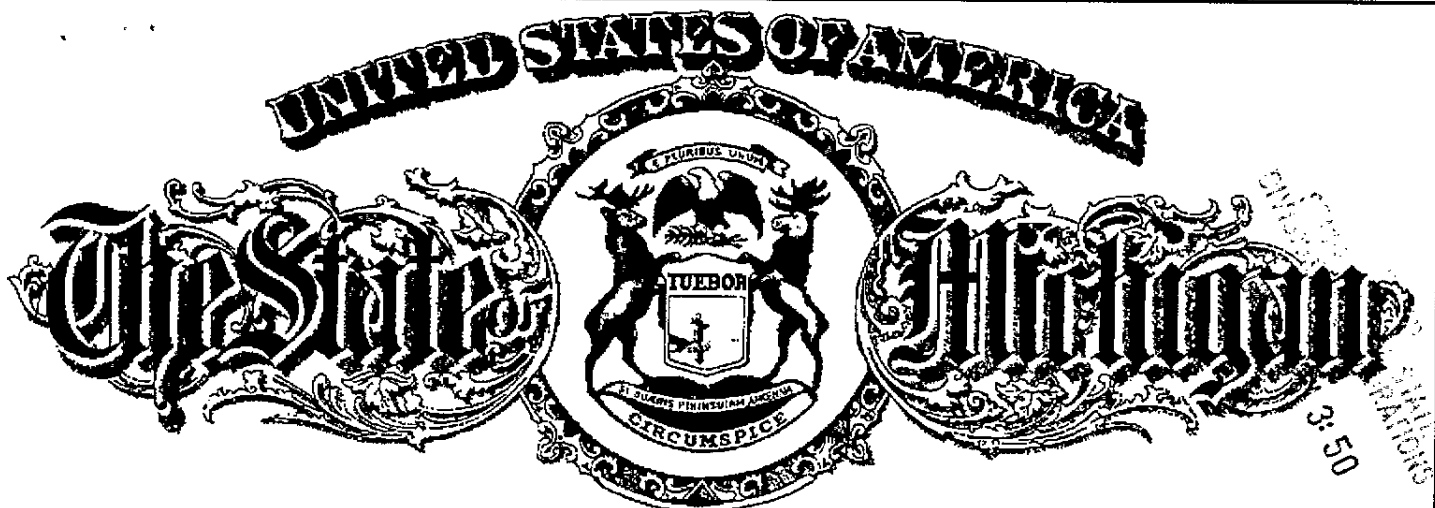
Jefferey G. Evans

Assistant Treasurer

Business: 500 Griswold
Suite 200
Detroit, MI 48226

Residence: 27350 Bradford Lane
Southfield, MI 48076

FILED
STATE
DIVISION OF CORPORATIONS
00 JUN -7 PM 3:50



Michigan Department of Consumer and Industry Services

Lansing, Michigan

This is to Certify That

SMITHGROUP FLORIDA, INC.

was validly incorporated on December 17, 1999, as a Michigan profit corporation, and said corporation is validly in existence under the laws of this State.

This certificate is issued to attest to the fact that the corporation is in good standing in this office as of this date and is duly authorized to transact business or conduct affairs in Michigan and for no other purpose. It is in the usual form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.

In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 25th day of May, 2000.

, Director

173 0497647

Corporation, Securities and Land Development Bureau