

ALBERT J. VIDAL, P.A.
Attorney and Counselor at Law
A Professional Association

333 N.W. 3rd Avenue
Ocala, Florida 34475

Telephone (352) 369-3333
Facsimile (352) 369-3334

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October 24, 2000

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*****78.75 *****78.75

Corporate Records Bureau
Division of Corporations
Department of State
P O Box 6327
Tallahassee, FL 32314

FILED
00 OCT 25 PM 3:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


RE: Architectural Solutions, P.A.

Dear Sir or Madam:

Please find enclosed the original Articles of Incorporation and Designation of Registered Agent for filing, together with our firm's check in the amount of \$78.75 to cover the fee for this service. Please forward the certified copy of the Articles of Incorporation and your acknowledgment to the undersigned.

Thank you for your prompt attention to this matter.

Sincerely,


Albert J. Vidal, P.A.

AJV/cas
Encls.

W-25828

10-26

ARTICLES OF INCORPORATION
OF
ARCHITECTURAL SOLUTIONS, P.A.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned natural person, who is licensed and otherwise legally authorized to practice architecture in the State of Florida, intends to form a professional corporation in accordance with the Florida Professional Service Corporation and Limited Liability Company Act, and hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

Name. The name of this corporation is: **ARCHITECTURAL SOLUTIONS, P.A.** The principal address for the corporation is 1255 S.E 10th Avenue, Ocala, Florida 34471.

ARTICLE II

Purpose. The purposes for which this Corporation is formed are:

- a. To engage in every phase and aspect of the practice of architecture as a professional corporation and to own and operate an architectural firm for the purposes of providing architectural services.
- b. To enter into contracts, and engage in any lawful business necessary for the rendering of such professional services.
- c. To do everything necessary, proper, or convenient for the accomplishment of any of the purposes herein set forth, and to do every other act incidental thereto which is not forbidden by the laws of the State of Florida or by the provisions of these Articles of Incorporation.
- d. To invest funds of this corporation in real estate, mortgages, stocks, bonds or other types of investments, and to own real and personal property necessary for the rendering of professional services.

The purposes of this Corporation shall be carried out only through officers, employees, and agents, each of whom is duly licensed or otherwise legally qualified to render professional architectural services in the State of Florida.

ARTICLE III

Capital Stock. The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a par value of \$1.00 per share, with the consideration to be paid for each share to be in money, property or services, as may be fixed by the Board of Directors. None of the shares of the professional service corporation may be issued to anyone other than an individual duly licensed in the State of Florida.

ARTICLE IV

Term of Existence. This corporation shall have a perpetual existence.

ARTICLE V

Initial Registered Office and Agent. The street address of the initial registered office of this corporation is 333 N.W. 3rd Avenue, Ocala, Florida 34475, and the name of the initial registered agent of this corporation at that address is **ALBERT J. VIDAL**.

ARTICLE VI

Limitation on Issuance and Transfer of Stock. This corporation shall not issue any of its capital stock, nor shall any shareholder of this Corporation sell or transfer his shares in the corporation to anyone not licensed to practice law in the State of Florida.

ARTICLE VII

Number of Directors. The Board of Directors of this corporation shall consist of one or more directors, the exact number of which shall be the number of directors from time to time fixed by the Board of Directors or the stockholders in accordance with the Bylaws of the corporation. Directors, as such, shall receive such compensation for their services, if any, as may be set by the Board of Directors at an annual or special meeting. The directors may authorize and require the payment of the reasonable expenses incurred by directors in attending meetings of the directors. Nothing in this Article shall be construed to preclude a director from serving the corporation in any other capacity and receiving compensation therefor.

ARTICLE VIII

Initial Board of Directors. The name and street address of each member of this corporation's first Board of Directors are as follows:

R. Michael White

1255 S.E. 10th Avenue
Ocala, Florida 34471

Christopher M. Jones

1255 S.E. 10th Avenue
Ocala, Florida 34471

ARTICLE IX

Subscriber. The name and street address of each subscriber to these Articles of Incorporation are as follows:

R. Michael White

1255 S.E. 10th Avenue
Ocala, Florida 34471

ARTICLE X

Lost or Destroyed Certificates. Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the Bylaws of this corporation.

ARTICLE XI

Amendment. These Articles of Incorporation may be amended as provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock issued and entitled to be voted, unless all of the directors and all the stockholders sign a written statement attesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XII

Indemnification. The Corporation shall indemnify, or advance reasonable expenses to, to the fullest extent authorized or permitted by the Florida General Corporation Act, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that he (i) is or was a director of the Corporation; (ii) is or was serving at the request of the Corporation as a director of another corporation; (iii) is or was an officer of the Corporation, provided that he is or was at the time a director of the Corporation; or (iv) is or was serving at the request of the Corporation as an officer of another corporation, provided that he is or was at the time a director of the corporation or a director of such other corporation, serving at the request of the Corporation. Unless otherwise expressly prohibited by the Florida General Corporation Act, and except as otherwise provided in the foregoing sentence, the Board of Directors of the Corporation shall have the sole and exclusive discretion, on such terms and conditions as it shall determine, to indemnify, or advance expenses to, any person made, or threatened to be made, a party to any action, suit, or proceedings by reason of the fact that he is or was an officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as an officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise. No person falling within the purview of the foregoing sentence may apply for indemnification or advancement of expenses to any court of competent jurisdiction.

IN WITNESS WHEREOF, the undersigned does set his hand and seal and has acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 24th day of October, 2000.

R. Michael White (SEAL)
R. MICHAEL WHITE

STATE OF FLORIDA

COUNTY OF MARION

The foregoing instrument was acknowledged before me on the 24th day of October, 2000, by R. MICHAEL WHITE, who is personally known to me or produced a Florida driver's license as identification.

Albert J. Vidal
NOTARY PUBLIC

My Commission Expires:



Albert J. Vidal
MY COMMISSION # CC957169 EXPIRES
August 23, 2004
BONDED THRU TROY FAIN INSURANCE, INC.

CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT

Having been designated as the Registered Agent for **ARCHITECTURAL SOLUTIONS, P.A.**, I hereby accept the designation and agree to act as the Registered Agent for the corporation.

Dated this 24th day of October, 2000.


ALBERT J. VIDAL

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TALLAHASSEE, FLORIDA