

PO0000006468

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT:

Downing & Associates, Inc.  
(Proposed corporate name must include suffix)

400003095014--7  
-01/11/00--01084--018  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00 Filing Fee  
☐ \$78.75 Filing Fee & Certificate of Status

☐ \$78.75 Filing Fee & Certified Copy  
☒ \$87.50 Filing Fee, Certified Copy & Certificate of Status  
**ADDITIONAL COPY REQUIRED**

FROM:

WALTER G. LAFRAMBOISE  
Name (Printed or typed)

2652 N.E. 6<sup>th</sup> STREET  
Address

POMPANO BEACH, FL 33062  
City, State & Zip

(954) 646-0715  
Daytime Telephone number

Walter G. LaFramboise GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT Art. I  
DATE 1-20-00  
DOC. EXAM 1100

NOTE: Please provide the original and one copy of the articles.

00 JAN 11 PM 4:08  
SECRETARY OF STATE  
TALLAHASSEE, FL 32314

FILED

1-20  
WCC

ARTICLES OF INCORPORATION  
OF  
DOWNING & ASSOCIATES, INC.

FILED  
00 JAN 11 PM 4:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby executes these Articles of Incorporation in order to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation is:

DOWNING & ASSOCIATES, INC.

ARTICLE II. NATURE OF BUSINESS

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

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 7,500 shares of common stock having a nominal or par value of \$1.00 per share.

ARTICLE IV. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V. ADDRESS

The initial principal office of this corporation in the State of Florida is:

2652 NE 6th Street, Pompano Beach, FL 33062

ARTICLE VI, REGISTERED AGENT

Walter G. Laframboise  
2652 NE 6th Street, Pompano Beach, FL 33062

which is know as the registered office.

ARTICLE VII, DIRECTORS

The corporation have two (2) directors, initially. The number of directors may be increased or diminished from time to time, by By-laws adopted by the stockholders, but shall never be less than one. The name and address of the initial directors are:  
Walter G. Laframboise, 2652 NE 6th Street, Pompano Beach, FL 33062  
Sylvie C. Laframboise, 2652 NE 6th Street, Pompano Beach, FL 33062

ARTICLE VIII, EFFECTIVE DATE

These Articles of Incorporation shall be effective upon the Secretary of State accepting and filling these Articles of Incorporation.

ARTICLE IX, PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same, kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE X, INCORPORATOR

The name and address of the person signing these Article is:

Walter G Laframboise, 2652 NE 6th Street, Pompano Beach, FL 33062

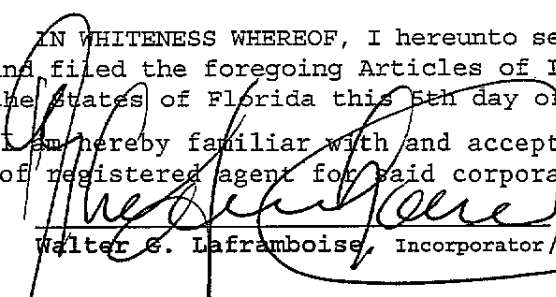
ARTICLE XI, AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be provided by the Board of Directors, proposed by them to the stockholders, and approved at a

stockholder's meeting by the majority of the stock entitled to vote thereon, unless all of the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WHITENESS WHEREOF, I hereunto set my hand and seal, acknowledge and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 5th day of December 1999.

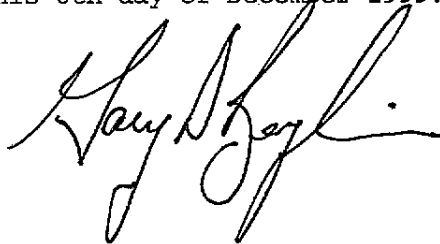
I am hereby familiar with and accepts the duties and responsibilities of registered agent for said corporation.

  
Walter G. Laframboise, Incorporator/Registered Agent

STATE OF FLORIDA  
COUNTY OF BROWARD

I hereby certify that on this day before me, a Notary Public duly authorized in the State and County named above, to take acknowledgments, personally appeared Walter G. Laframboise know to me to be the person described as Incorporator of and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 6th day of December 1999.





GARY D. BEYERLEIN  
COMMISSION # CC 640377  
EXPIRES APR 20, 2001  
BONDED THRU  
ATLANTIC BONDING CO., INC.