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**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
BDG DESIGN GROUP, INC.**

BDG Design Group, Inc. was originally formed as a for profit corporation under the Florida Business Corporation Act, Chapter 607, Florida Statutes and now desires to convert to a professional service corporation under the Professional Service Corporation and Limited Liability Company Act, Chapter 621, Florida Statutes (the "Act").

Accordingly, the undersigned, being architects duly licensed to render professional services as such in the State of Florida, for the purpose of filing Amended and Restated Articles of Incorporation of BDG DESIGN GROUP, INC., hereby adopt these Amended and Restated Articles of Incorporation pursuant to Section 607.1007, Florida Statutes.

Article I

Name

The name of this corporation is **BDG DESIGN GROUP, P.A.**

Article II

Principal Office and Mailing Address

The principal office and mailing address of this corporation is 7645 Gate Parkway, Suite 201, Jacksonville, FL 32256.

Article III

Capital Stock

Section 3.1. Capital Stock. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 1,000,000 shares of common stock having a par value of \$0.01 per share. Shares of the Corporation's common stock shall be issued only to professional corporations (as defined in the Act), to professional limited liability companies (as defined in the Act), and to individuals who are duly licensed to render services as architects under the laws of the State of Florida. If any shareholder, officer, agent, or employee of this Corporation who has been rendering professional services to the public becomes legally disqualified to render such professional services within this state or accepts employment that, pursuant to existing law, places restrictions or limitations upon that person's continued rendering of such professional services, that person shall sever all employment with, and financial interests in, this corporation forthwith.

Section 3.2. Restriction on Transfer of Stock. The shareholders may, by bylaw provision, by shareholders' agreement recorded in the minute book or by endorsement on each stock certificate, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as they may see fit; provided, however, that no shareholder of the corporation

may sell or transfer his or her shares in such corporation except to another individual who is eligible to be a shareholder of this corporation. No shareholder of this corporation shall enter into a voting trust agreement or other agreement vesting another person with the authority to exercise his or her voting powers of any or all of his or her stock.

Article IV
Registered Agent and Address

The name and street address of the registered agent of this corporation are:

Brennan, Manna & Diamond, P.L.
800 West Monroe Street
Jacksonville, FL 32202

Article VI
Duration

This corporation shall exist perpetually.

Article V
Purposes

The general purpose for which this professional corporation is organized shall be:

1. To render professional architectural services to the general public, and to do all things in connection therewith that are customarily done by architects under the laws of the State of Florida.
2. In furtherance of its corporate purposes, the professional corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by the Act.

Article VII
Directors

(a) This corporation shall have two (2) directors. The number of directors may be increased or diminished from time to time as provided in the bylaws, but shall never be less than one (1).

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(b) The names and street addresses of the directors of the corporation are:

Michael T. Lucas
7645 Gate Parkway, Suite 201
Jacksonville, FL

Paul M. Basham
7645 Gate Parkway, Suite 201
Jacksonville, FL

(c) The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation on March 10, 2014.



Michael T. Lucas, President

CERTIFICATE

1. These Amended and Restated Articles of Incorporation contain amendments requiring shareholder approval (the "Amendments").

2. The Amendments were approved by unanimous vote of the shareholders on March 10, 2014 and the number of votes cast for the Amendments were sufficient for approval.



Michael T. Lucas, President


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ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for BDG Design Group, P.A., at the place designated in these Amended and Restated Articles of Incorporation, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATED March 10, 2014.



Michael R. Freed, Manager of Brennan, Manna & Diamond, P.L.

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