



ACCOUNT NO. : 072100000032

REFERENCE : 822993 6471A

AUTHORIZATION :

COST LIMIT : PREPAID

ORDER DATE : September 7, 2000

ORDER TIME : 12:26 PM

ORDER NO. : 822993-005

CUSTOMER NO: 6471A

CUSTOMER: Steven R. Bechtel, Esq
Mateer & Harbert, P.a.

P. O. Box 2854

Orlando, FL 32802-2854

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-09/07/00--01055--025
*****87.50 *****87.50

DOMESTIC FILING

NAME: ADG, P.A.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward - EXT. 1135

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 SEP -7 PM 3:20

9/7/00

RECEIVED
00 SEP -7 PM 1:42
DIVISION OF CORPORATIONS
SECRETARY OF STATE

ARTICLES OF INCORPORATION

OF

ADG, P.A.

FILED
SECRETARY OF STATE
OFFICE OF CORPORATIONS
00 SEP -7 PM 3:20

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a professional corporation under the Professional Service Corporation and Limited Liability Company Act, Florida Statutes, Chapter 621, and other laws of the State of Florida.

ARTICLE I

The name of this Corporation is ADG, P.A. and its initial principal office is located at 333 North Knowles Avenue, Winter Park, Florida 32789.

ARTICLE II

The general nature of the business to be transacted by this corporation is:

To engage in every phase and aspect of the business of rendering the same professional services to the public that an architect, under the laws of the State of Florida, is authorized to render, but such professional services may be rendered with the assistance of officers, employees, and agents who are permitted to assist the architect who is licensed to practice architecture under the laws of the State of Florida.

To invest the funds of this corporation in real estate, mortgages, stocks, bonds, and any other type of investment, and to own real and personal property necessary for the rendering of professional architectural services.

To do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objectives or the furtherance of any of the purposes enumerated in these Articles of Incorporation or any amendment thereof, necessary or incidental to the protection and benefit of the corporation, and in general, either alone or in association with other corporations, firms, or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purposes or the attainment of the objectives of this corporation.

The foregoing paragraphs shall be construed as enumerating both objectives and purposes of this corporation; and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of this corporation otherwise permitted by law.

ARTICLE III

The aggregate number of shares which the Corporation shall have the authority to issue shall be 10,000 shares of common stock. Each of such shares shall have a par value of \$0.01 per share.

ARTICLE IV

The street address of the place of business of the Corporation is 333 North Knowles Avenue, Winter Park, Florida 32789. The address of the initial registered office maintained pursuant to Section 607.0501 F.S. is 333 North Knowles Avenue, Winter Park, Florida 32789, and the name of the Corporation's initial registered agent to receive service of process is I.S.K. Reeves, V.

ARTICLE V

The number of Directors constituting the initial Board of Directors is one. The number of Directors may be changed by Resolution of the Directors as provided in the Bylaws. The name and address of the Director is:

| <u>Name</u> | <u>Address</u> |
|------------------|--|
| I.S.K. Reeves, V | 333 North Knowles Avenue, Winter Park, Florida 32789 |

ARTICLE VI

The name and address of the subscriber is I.S.K. Reeves, V, 333 North Knowles Avenue, Winter Park, Florida 32789.

ARTICLE VII

It is the intention of the Corporation to indemnify its officers, directors, employees, and agents to the extent permitted by Section 607.0850, Florida Statutes.

ARTICLE VIII

The Corporation, its shareholders, or any combination of the Corporation and its shareholders, may enter into agreements limiting or restricting free transfer of shares of its capital stock. Any such agreements will be valid and enforceable among the parties to such agreements, and when the existence of such agreement is noted on the face or on the back of

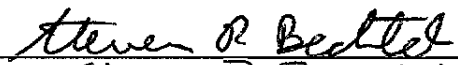
certificates representing any such shares, such agreement will be binding and enforceable upon any transferee or successor of any party to such agreement.

DATED: sept. 6, 2000.


I.S.K. Reeves, V

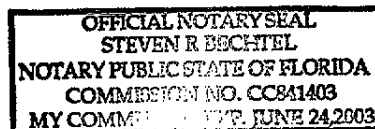
STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me on September 6, 2000, by I.S.K. Reeves, V. He is personally known to me or has produced _____ (type of identification) as identification.


Name: Steven R. Bechtel
(Print Name)

(AFFIX NOTARY SEAL)

Notary Public - State of Florida
My Commission Expires: 6/24/03



**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING THE AGENT UPON
WHOM PROCESS MAY BE SERVED**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 SEP -7 PM 3:20

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That ADG, P.A. desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at Orlando, Orange County, State of Florida, has named I.S.K. Reeves, V as its agent to accept service of process within the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



I.S.K. Reeves, V
(Registered Agent)