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ESTABLISHED 1925

A PROFESSIONAL  
ASSOCIATION

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March 13, 2002

Department of State  
Division of Corporations  
Corporate Filings  
Post Office Box 6327  
Tallahassee, Florida 32314

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-03/18/02--01049--013  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Re: Mathews Museum Construction, Inc.

Dear Sir or Madam:

Enclosed are the original and one (1) copy of the articles of incorporation for Mathews Museum Construction, Inc. and our firm check in the amount of \$87.50 for the corporate filing fees and a certified copy of the articles.

Thank you for your assistance.

Very truly yours,

ALLEN DELL

*Matthew J. Foster*  
Matthew J. Foster

:mh  
Enclosures

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 MAR 18 AM 9:51

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DIVISION OF CORPORATIONS

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**ARTICLES OF INCORPORATION**  
**OF**  
**MATHEWS MUSEUM CONSTRUCTION, INC.**

The undersigned incorporator, for the purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I - Name**

The name of the corporation is Mathews Museum Construction, Inc.

**ARTICLE II - Principal Office**

The principal office and the mailing address of the Corporation is 1604 N. Marion Street, Tampa, Florida 33602, subject to change and relocation by the Board of Directors.

**ARTICLE III - Duration of the Corporation**

The duration of the Corporation is perpetual. The corporate existence is to commence at the date and time of the filing of the Articles of Incorporation by the Department of State.

**ARTICLE IV - Capitalization**

The aggregate number of shares which the Corporation is authorized to issue is one hundred (100). Such shares shall be of a single class, and shall have a par value of \$0.01 per share.

**ARTICLE V - Registered Office and Agent**

The street address of the initial registered office of the Corporation is 1604 N. Marion Street, Tampa, Florida 33602, and the name of the initial registered agent at such address is David E. Oellerich.

**ARTICLE VI - Incorporator**

The name and address of the incorporator is:

**Name**

Matthew J. Foster, Esq.

**Address**

Post Office Box 2111  
Tampa, FL 33601-2111

**ARTICLE VII - Bylaws**

The power to adopt, alter, amend or repeal Bylaws of the Corporation shall be vested in the Board of Directors and the shareholders. Any Bylaws adopted by the Board of Directors or the shareholders may be altered, amended or repealed by the other group, except that any Bylaws adopted by the shareholders may provide that it can only be altered, amended or repealed by the shareholders.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 12th day of March, 2002.

  
Matthew J. Foster

**STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH**

The foregoing instrument was acknowledged before me this 12th day of March, 2002 by Matthew J. Foster, who is personally known to me.

  
\_\_\_\_\_  
Notary Public



MARIAN HIGGINS  
\_\_\_\_\_  
Printed Name of Notary Public:  
My commission expires: \_\_\_\_\_

**DESIGNATION OF REGISTERED AGENT AND REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF FLORIDA STATUTE '607.0501, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT/REGISTERED OFFICE, IN THE STATE OF FLORIDA:

1. The name of the Corporation is Mathews Museum Construction, Inc.
2. The name and address of the Registered Agent and Registered Office is

David E. Oellerich.  
1604 N. Marion Street  
Tampa, FL 33602

Having been named as Registered Agent and to accept service of process for the above-stated corporation at the place designated in this certificate, 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.



\_\_\_\_\_  
David E. Oellerich

Date:

3-8-02

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