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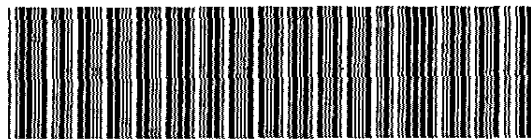
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TRANSMITTAL LETTER

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

SUBJECT: RHYDER ASSOCIATES, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are 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:

ROBERT F. RHYDER, JR.
Name (Printed or typed)

17524 EAGLE BEND BLVD
Address

JACKSONVILLE FL 32226-1178
City, State & Zip

(904) 757-5335
Daytime Telephone number

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

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TALLAHASSEE, FLORIDA

**Articles of Incorporation
Of
RHYDER ASSOCIATES, INC.**

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby does so for a Corporation for profit under Chapter 607 of the Florida Statutes.

Article 1 – Name of the Corporation

The name of the Corporation is, for all purposes, whether for public or private use, the name of: **RHYDER ASSOCIATES, INC.**

Article 2 – Purpose of the Corporation

The primary purpose of this Corporation is to earn profits in behalf of its shareholders while performing process engineering services and other related and unrelated services and products as may be otherwise permitted by Chapter 607 of the Florida Statutes, as amended.

Article 3 – Principal Office of the Corporation

The principal office of the Corporation is:

**17524 Eagle Bend Blvd.
Jacksonville, FL 32226-1178**

Article 4 – The Incorporator of the Corporation

The name and street address of the sole incorporator of this Corporation is:

**Rhyder, Robert F., Jr.
17524 Eagle Bend Blvd.
Jacksonville, FL 32226-1178**

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JACKSONVILLE, FLORIDA

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Article 5 – The Initial Directors and Officers of the Corporation

The initial directors and officers of the Corporation selected by the sole incorporator to serve until the next scheduled election by shareholders of the Corporation are named and otherwise identified as follows:

Rhyder, Robert F. Jr., Director, President and Treasurer
17524 Eagle Bend Blvd.
Jacksonville, FL 32226-1178

Rhyder, Glenda F., Director, First Vice President
17524 Eagle Bend Blvd.
Jacksonville, FL 32226-1178

Blair, Thomas A., Director and Secretary
P.O. Box 1670 – 54025 Jeannie Road
Callahan, FL 32011-1670

Article 6 – Corporate Capitalization

6.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is **One Thousand (1,000) Shares of common stock, with each share having a par value of One Hundred Dollars (\$100.00) each.**

6.2 No holder of shares of stock of any class of record shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the board of directors may, in authorizing the issuance of shares of stock of any class, confer preemptive right that the board of directors may deem appropriate and advisable in connection with such issuance.

6.3 The board of directors of the Corporation may authorize from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the board of directors may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

6.4 The board of directors of the Corporation may, by articles supplementary, classify or reclassify any un-issued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of

redemptions of the stock, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

Article 7 – Sub-Chapter S Corporation Election

The Corporation may elect to be an S Corporation, as provided in Sub-chapter S of the federal Internal Revenue Code of 1986, as amended.

7.1 The shareholders of record of this Corporation may elect, and, if elected, shall continue such election to be an S Corporation as provided in Sub-chapter S of the federal Internal Revenue Code of 1986, as amended, unless the shareholders of record of the Corporation unanimously agree otherwise in writing.

7.2 After this Corporation has elected to be an S Corporation, none of the shareholders of record of this Corporation, without the written consent of the other shareholders of record of this Corporation, shall take any action, or make any transfer or other disposition of the shareholders of record shares of stock in the Corporation, which will result in the termination or revocation of such election to be an S Corporation, as provided in Sub-chapter S of the federal Internal Revenue Code of 1986, as amended.

7.3 Once the Corporation has elected to be an S Corporation, each shareholder of record of this Corporation shall be obligated to sign a Notarized statement of obligation to the Corporation and to the other shareholders of record an acknowledgement that states:

"I understand fully and acknowledge that the shares of stock of Rhyder Associates, Inc., a domestic Florida for-profit Corporation may not be transferred if such transfer would void the election of the Corporation to be taxed under Sub-chapter S of the federal Internal Revenue Code of 1986, as amended. I further understand that should I intentionally or un-intentionally violate this responsibility and obligation to the Corporation and to the other shareholders of record of this Corporation, I will be subject both to private censure by the board of directors and to possible legal action for damages by other shareholders of record of the Corporation, subject at all times to all appropriate provisions of the civil and criminal Florida Statutes."

Article 8 – Powers of the Corporation

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any and all limitations or restrictions imposed by applicable law or these Articles of Incorporation.

Article 9 – Term of Existence of the Corporation

This Corporation shall have perpetual existence.

Article 10 – Recognized Title to Shares of the Corporation

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation ("shareholders of record") as the owner thereto, for all purposes, and shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof. Shareholders of record shall be recognized as vested owners of same; but any and all others, those who are not shareholders of record, may exercise only those rights as may be required by the findings of a court of jurisdiction as may be limited or expanded by Florida Statutes.

Article 11 – Corporation's Registered Office And Registered Agent

The initial address of the registered office of this Corporation is the home and office of Robert F. Rhyder, Jr. at 17524 Eagle Bend Blvd., Jacksonville, FL 32226-1178. The name and address of the registered agent of this Corporation is:

Rhyder, Robert F., Jr.
17524 Eagle Bend Blvd.
Jacksonville, FL 32226-1178

Article 12 – Corporation's Federal Employer Identification Number

The Corporation shall bear **20-1725282** as its federal employer identification number until or unless otherwise changed by the Internal Revenue Service now or in the future.

Article 13 – Bylaws of the Corporation

The Board of Directors of the Corporation shall have power, without the assent or vote of the shareholders of record, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a simple majority of the number who would constitute a full Board of Directors at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

Article 14 – Effective Date of Incorporation of the Corporation

These Articles of Incorporation shall be effective immediately upon the date of **October 15th, 2004**.

The above Articles of Incorporation for and in behalf of Rhyder Associates, Inc. and also for and in behalf of its subsequent shareholders are hereby affirmed, subscribed and sealed this 9th day of October, 2004:



Robert F. Rhyder, Jr., Sole Incorporator

10/9/04

Date

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Robert F. Rhyder, Jr., Registered Agent

10/9/04

Date

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