

FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00

PROFIT
CORPORATION
ANNUAL REPORT
1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

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DOCUMENT # P07060 (7)

1. Corporation Name

NIX, MANN AND ASSOCIATES, INC.



Principal Place of Business

1382 PEACHTREE STREET, N.E.
ATLANTA GA 30309

Mailing Address

1382 PEACHTREE STREET, N.E.
ATLANTA GA 30309

2. Principal Place of Business

2a. Mailing Address

21

26

Suite, Apt. #, etc.

Suite, Apt. #, etc.

22

27

City & State

City & State

23

28

Zip

Country

Zip

Country

24

25

29

30

g. Name and Address of Current Registered Agent

3. Date Incorporated or Qualified

08/09/1985

3a. Date of Last Report

06/22/1995

4. FEI Number

58-1293037

Applied For

Not Applicable

5. Certificate of Status Desired

\$8.75 Additional
Fee Required

6. Election Campaign Financing

\$5.00 May Be
Added to Fees

8. This corporation has liability for intangible tax under s. 199.032,
Florida Statutes ☐ Yes ☐ No

10. Name and Address of New Registered Agent

CT CORPORATION SYSTEM
1200 S. PINE ISLAND ROAD
PLANTATION FL 33324

81 Name

82 Street Address (P.O. Box Number is Not Acceptable)

83

84 City

FL

85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE

Signature, typed or printed name of registered agent and title if applicable.

(NOTE: Registered Agent signature required when reinstating.)

DATE

12. OFFICERS AND DIRECTORS

TITLE PD ☐ DELETE

NAME NIX, I. LEWIS
STREET ADDRESS 1382 PEACHTREE STREET NE
CITY-ST-ZIP ATLANTA GA

TITLE VD ☐ DELETE

NAME SWORDS, P. GARY
STREET ADDRESS 1382 PEACHTREE STREET NE
CITY-ST-ZIP ATLANTA GA

TITLE CSD ☐ DELETE

NAME MANN, HENRY A.
STREET ADDRESS 1382 PEACHTREE STREET NE
CITY-ST-ZIP ATLANTA GA

TITLE V ☐ DELETE

NAME AYNLEY, STUART
STREET ADDRESS 1382 PEACHTREE STREET NE
CITY-ST-ZIP ATLANTA GA

TITLE V ☐ DELETE

NAME JOHNSON, DAVID C.
STREET ADDRESS 1382 PEACHTREE STREET NE
CITY-ST-ZIP ATLANTA GA

TITLE VP ☐ DELETE

NAME CADRECHA, MANUEL
STREET ADDRESS 1382 PEACHTREE ST, NE
CITY-ST-ZIP ATLANTA GA

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE Secretary and Treasurer ☐ Change ☒ Addition

1.2 NAME Robert A. Peterson
1.3 STREET ADDRESS 1382 Peachtree Street NE
1.4 CITY-ST-ZIP Atlanta, GA 30309

2.1 TITLE ☐ Change ☐ Addition

2.2 NAME

2.3 STREET ADDRESS

2.4 CITY-ST-ZIP

3.1 TITLE ☐ Change ☐ Addition

3.2 NAME

3.3 STREET ADDRESS

3.4 CITY-ST-ZIP

4.1 TITLE ☐ Change ☐ Addition

4.2 NAME

4.3 STREET ADDRESS

4.4 CITY-ST-ZIP

5.1 TITLE ☐ Change ☐ Addition

5.2 NAME

5.3 STREET ADDRESS

5.4 CITY-ST-ZIP

6.1 TITLE ☐ Change ☐ Addition

6.2 NAME

6.3 STREET ADDRESS

6.4 CITY-ST-ZIP

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: *David C. Johnson*
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

3/12/96 404-873-2300
Date Daytime Phone #

CR2E034 (12/95)

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

1. Nix Mann and Associates Inc.
Name of corporation as it appears on the records of the Department of State.
2. Georgia 3. 8/09/1985
Incorporated under laws of Date authorized to do business in Florida

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? September 30, 1995
5. Nix Mann Perkins & Will
Name of corporation after the amendment, adding suffix "corporation" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation. The name cannot contain the word "company" or its abbreviation "Co."
6. If the amendment changes the period of duration, indicate new period of duration.

New Duration
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

New Duration

New Jurisdiction

Signature

Henry . Mann

Typed or printed name

Date _____

Chairman of the Board and
Assistant Secretary

Title

383

WRITTEN CONSENT OF THE BOARD OF DIRECTORS OF
NIX, MANN AND ASSOCIATES, INC.
ADOPTING CERTAIN ACTIONS AND RESOLUTIONS
IN LIEU OF MEETING

The undersigned, being all of the members of the Board of Directors of Nix, Mann and Associates, Inc., a Georgia corporation (the "Corporation"), by written consent pursuant to Section 14-2-821 of the Georgia Business Corporation Code (the "Code"), hereby adopt to be effective as of October 27, 1995, the following actions and resolutions:

WHEREAS, this Board of Directors desires to take certain actions as a result of the sale of eighty percent (80%) of the issued and outstanding capital stock of the Corporation to Perkins & Will, Inc., a Delaware corporation ("Perkins & Will"), pursuant to that certain Stock Purchase Agreement dated as of even date herewith by and among Perkins & Will and I. Lewis Nix, Henry A. Mann, Stuart Aynsley, David C. Johnson, P. Gary Swords and Manuel Cadrecha;

NOW, THEREFORE, BE IT RESOLVED, that the following individuals are hereby elected to the offices listed next to their names, each to serve until the next annual meeting of the Board of Directors or until his or her respective successor shall have been duly elected and qualified:

Henry A. Mann	-	Chairman of the Board and Assistant Secretary
I. Lewis Nix	-	President
P. Gary Swords	-	Vice President and Assistant Secretary
Stuart Aynsley	-	Vice President
David C. Johnson	-	Vice President and Assistant Secretary
Manuel Cadrecha	-	Vice President
Robert A. Peterson	-	Secretary and Treasurer

FURTHER RESOLVED, that the undersigned directors hereby recommend that the shareholders of the Corporation approve and adopt the Amended and Restated Bylaws attached hereto as Exhibit A as the Bylaws of the Corporation, to replace and supersede the bylaws previously adopted and amended by the Corporation;

FURTHER RESOLVED, that the undersigned directors hereby recommend that the shareholders of the Corporation approve and adopt the Restated and Amended Articles of Incorporation attached hereto as Exhibit B as the Articles of Incorporation of the Corporation, to replace and supersede the Articles of Incorporation previously adopted and amended by the Corporation;