COBLE,

J ELRUIT COBLE JUDDON I WOODS JA \*\*\* DONALDJ SEPS PA DANIELJ WEBSTER PA \*\* JAMES R CLATTON\* MICHAFL S TEAL\* \*\*ARD ALORIDA \*\*ALBO ADMITTED IN WASHINGTON D C \*\*\*\*ALBO ADMITTED IN LOUISIANA CORLE BUILDING 1030 INT'L BREEDWAY BLVD DAYTONA BEACH PLORIDA 32114

> THE WEST RICH AVENUE DELAND FLORIDA 32720

PLEASE REPLY TO POST OFFICE DRAWER 10/70 DAYTONA BEACH, FLORIDA 37120 January 20, 1995 DAYTONA (KH4) 253.0661 DELAND (KH4) 714 1597 PALM COAST (904) 445.3621 DAYTONA FAX (804) 253.9737

DYT 12.6.4

Corporate Records Bureau Division of Corporations Department of State 409 East Gaines Street Tallahassee, Florida 32301

Enclosed are:

1000001389030 -01/25/95--01041--005 ++++122.50 ++++122.50

Re: G P S Architects, Inc. Articles of Incorporation Our File No. D0005-95

# EFFECTIVE DATE

Gentlemen/Ladies:

JAN 2 0 1995

(a) Original and one copy of the Articles of Incorporation for the abovereferenced Florida corporation.

(b) Our check, made payable to Secretary of State, in the amount of \$122.50 (to cover the following: \$70.00 filing fee and \$52.50 for certified copy of Articles of Incorporation.

The Articles of Incorporation are delivered pursuant to Chapter 607, Florida Statutes. We request that the Articles be filed in accordance with that chapter and that a certificate of incorporation be issued effective the date shown in the Articles. Please prepare a certified copy of the Articles of Incorporation and send the certified copy to our office.

If you have any questions about these documents, please call the undersigned attorney.

With kind regards,

Sincerely.

Daniel J. Webster

14 24 PH 2:43

Enclosures

### ARTICLES OF INCORPORATION

#### OF

## G.P.S.ARCHITECTS, INC.

The undersigned incorporator hereby makes, subscribes to, acknowledges, and causes to be filed these Articles of Incorporation (hereinafter these "Articles") for the purpose of incorporating a corporation for profit under the Florida General Corporation Act, Chapter 607, Florida Statutes.

## ARTICLE I

# (Name of the Corporation)

The name of the corporation is G P S Architects, Inc. (the "Corporation").

## ARTICLE II

#### (Corporate Existence)

The time and date on which corporate existence of this Corporation shall begin is 12:01 A.M. (local time) on January 20, 1995, and the Corporation shall have continuous and perpetual existence thereafter.

# ARTICLE III

## (General Purpose of Corporation)

The general purposes for which the Corporation is initially organized are as follows: To transact any other lawful business for which Corporations may be incorporated under Chapter 607, Florida Statutes.

# **EFFECTIVE DATE**

51:2 HP 24 12 143

# JAN 2 0 1995

## ARTICLE IV

## (Authorized Shares, Par. Value)

The aggregate number of shares which the Corporation shall have authority to issue is Five Hundred (500) shares. These shares shall consist of only one class, and that class shall be known as "common shares" of the Corporation. Each share shall have a par value of One Dollar dollars (\$1.00) per share.

## ARTICLE V

#### (Sharcholders' Preemptive Rights)

When a new issue of shares of the Corporation is offered by it for sale and the consideration to be paid for such issue is to be paid in cash, each existing shareholder shall have the preemptive right to purchase his pro rata number of shares, or fraction thereof, at the price at which the newly issued shares are to be offered for sale to other persons.

#### ARTICLE VI

### (Registered Agent and Address of Corporation)

The name of the initial registered agent of the Corporation shall be Daniel J. Webster (hereinafter the "Registered Agent") and the street address of the initial registered office of the Corporation shall be 1020 West International Speedway Boulevard, Daytona Beach, FL 32114. To signify acceptance of appointment as registered agent, the Registered Agent has signed these Articles pursuant to Section 607.034, Florida Statutes.

#### ARTICLE VII

#### (Initial Place of Business)

The street address of the initial principal place of business shall be 170 South Yonge Street, Ormond Beach, FL 32174.

#### ARTICLE VIII

#### (Board of Directors of Corporation)

The number of directors who shall constitute the initial board of directors of the Corporation shall be three (3). The names and street addresses of each person who are to serve as members of the initial board of directors of the Corporation are:

Name of Director

Dana M. Smith Carl Gerken

Roger A. Pierce

Street Address

170 South Yonge Street Ormond Beach, FL 32174 170 South Yonge Street Ormond Beach, FL 32174 170 South Yonge Street Ormond Beach, FL 32174

#### ARTICLE IX

#### (Identification of Incorporator)

The name and street address of the incorporator of the Corporation is: Daniel J. Webster, 1020 West International Speedway Boulevard, Daytona Beach, FL 32114.

IN WITNESS WHEREOF, the undersigned incorporator, being a natural person who is competent to contract under the laws of Florida, by these presents does hereby execute, acknowledge, and cause to be delivered to the Florida Department of State these Articles of Incorporation of the corporation and requests the Department of State to file these Articles, as of the date and time indicated in Article II hereof, in accordance with Chapter 607, Florida Statutes; accordingly, the undersigned incorporator has executed these Articles at Daytona Beach, Volusia County, Florida, this 2074ay of January, 1995.

Daniel J. Webster as Incorporator

•

٠

Daniel J. Webster

S

12112

PH 2:

ns Registered Agent

# **ACKNOWLEDGMENTS**

# STATE OF FLORIDA COUNTY OF VOLUSIA

The foregoing Articles of Incorporation and Acceptance of Designation of Registered Agent of G P S Architects, Inc. were acknowledged before me this  $\frac{\partial 0}{\partial m}$  day of January, 1995, by Daniel J. Webster, as Incorporator and as Registered Agent. *(notary must check applicable box)* 

{Notary Seal must be affixed}



Signature of Notary

Name of notary (Typed, Printed or Stamped) Commission Number (if not legible on seal):\_\_\_\_\_ My commission Expires (if not legible on seal):\_\_\_\_\_

<u>X</u> Personally Known.

Produced a current Florida driver's license as identification.

\_\_\_\_\_

Type of Identification Produced\_