

CORPORATION INFORMATION
SERVICES, INC
1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0191 FAX

800-344-8086

P95000022136



MAIL TO:
P.O. Box 5020
TALLAHASSEE, FL 32311

ACCOUNT NO. : 072100000032
REFERENCE : 560670 6435A
AUTHORIZATION :
COST LIMIT : 0 PPF

ORDER DATE : March 15, 1995
ORDER TIME : 10:03 AM
ORDER NO. : 560670
CUSTOMER NO: 6435A

*****12.50 *****12.50

CUSTOMER: Eric A. Simon, Esq
SIMON MOSKOWITZ & MANDELL, PA
Suite 510
800 Corporate Drive
Fort Lauderdale, FL 33334

DOMESTIC FILING

NAME: *Architecture,*
SGAA INC.

P95000022136

XXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS:

DM
3-15-95
C2/A

FILED
95 MAR 15 PM 9 33
TALLAHASSEE, FL 32301

6-95-5843
784503, 671



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 15, 1995

Document is not this date

CORPORATION INFORMATION SERVICES INC.
1201 HAYS ST.
TALLAHASSEE, FL 32301

SUBJECT: SGA, INC.
Ref. Number: W95000005843

We have received your document for SGA, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6930.

Tim Murphy
Corporate Specialist

Letter Number: 795A00011683

ARTICLES OF INCORPORATION
OF
SGA ARCHITECTURE, INC.

FILED
95 MAR 15 11 09 33
FILED

The undersigned incorporator, for the purpose of forming a corporation pursuant to the laws of the State of Florida, Florida Statutes, Chapter 607, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the Corporation is SGA ARCHITECTURE, INC., a Florida corporation.

ARTICLE II - ADDRESS

The initial mailing address of the Corporation is 21045 Commercial Trail, Boca Raton, Florida 33486.

ARTICLE III - PURPOSE

The purposes for which the Corporation is organized is to transact any or all lawful business for which corporations may be organized under Florida Statutes, Section 607.

ARTICLE IV - CAPITAL STOCK

The Corporation shall have the authority to issue one class of stock only. The aggregate number of shares which the Corporation shall have authority to issue is 1,000 shares of common stock. Each share shall have a par value of \$1.00.

ARTICLE V - PRE-EMPTIVE RIGHTS

There shall be no pre-emptive rights granted to the shareholders upon the sale of any stock by any shareholder or the issuance of any stock by the Corporation.

ARTICLE VI - REGISTERED AGENT

The street address of the initial registered office of the Corporation is 21045 Commercial Trail, Boca Raton, Florida 33486. The initial Registered Agent at such address is Spencer Goliger.

ARTICLE VII - DIRECTORS

1. The property, business and affairs of the ASSOCIATION shall be managed by a BOARD which shall consist of not less than one (1) director. The BYLAWS may provide for a method of determining the number of directors from time to time. In the absence of a determination as to the number of directors, the BOARD shall consist of one (1) director. Directors are not required to be shareholders of the Corporation.

2. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the Bylaws.

3. The initial Board of Directors shall consist of one Director. The name and address of the initial Director is Spencer Gollger, 21045 Commercial Trail, Boca Raton, Florida 33486.

ARTICLE VIII - INCORPORATOR

The name and street address of the Incorporator is: Spencer Gollger, 21045 Commercial Trail, Boca Raton, Florida 33486.

ARTICLE IX - OFFICERS

The officers of the Corporation shall be a president, vice president, secretary, treasurer and such other officers as the Board of Directors may from time to time by resolution create. The officers shall serve at the pleasure of the Board of Directors, and the Bylaws may provide for the removal from office of officers, for filling vacancies, and for the duties of the officers. Any person may hold more than one office.

ARTICLE XI - BYLAWS

The first Bylaws shall be adopted by the Board of Directors and may be altered, amended or rescinded by the Directors and/or the shareholders in the manner provided by the Bylaws.

ARTICLE XII - AMENDMENTS

Amendments to these Articles of Incorporation shall be made in the manner provided by law.

WHEREFORE, the Incorporator, and the Initial Registered Agent, have executed these Articles of Incorporation on this 17 day of March, 1995.

BY EXECUTING THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED AFFIRMATIVELY STATES THAT THE UNDERSIGNED IS FAMILIAR WITH AND ACCEPTS THE OBLIGATIONS OF THE PROVISION OF REGISTERED AGENT.

Spencer Goliger

Spencer Goliger, An Incorporator and Registered Agent

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 17 day of March, 1995, by Spencer Goliger, as Incorporator and as Initial Registered Agent.

Eric A. Simon

NOTARY PUBLIC, State of Florida at Large

My commission expires:

(Notary Seal)



1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0111 FAX

800-344-0086

P95000022136



PROPERTY, REAL ESTATE & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032
REFERENCE : 654256 81056A
AUTHORIZATION :
COST LIMIT : \$ PREPAID

ORDER DATE : August 4, 1995
ORDER TIME : 12:27 PM
ORDER NO. : 654256
CUSTOMER NO: 81056A

000001558480
-08/04/95--01048--003
*****87.50 *****87.50

CUSTOMER: Eric Simon, Esq
Kopelowitz & Pfafczyk
Suite 100
750 Southeast Third Avenue
Fort Lauderdale, FL 33316

FILED
95 AUG -4 PM 3:10
SECRETARY OF STATE
TALLAHASSEE FLORIDA
95 AUG -4 PM 1:18
DIVISION OF CORPORATIONS

DOMESTIC AMENDMENT FILING

NAME: SGA ARCHITECTURE, INC.

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angela Lane

EXAMINER'S INITIALS:

8/4
Zeta
Name
change
C.C.

ARTICLES OF AMENDMENT OF SGA ARCHITECTURE, INC.

(CHANGING NAME TO SGA ARCHITECTS, INC.)

FILED
25 AUG -4 PM 3:10
SECRETARY OF STATE
TALLAHASSEE FLORIDA

These Articles of Amendment are made pursuant to Florida Statutes, Section 607.1000.

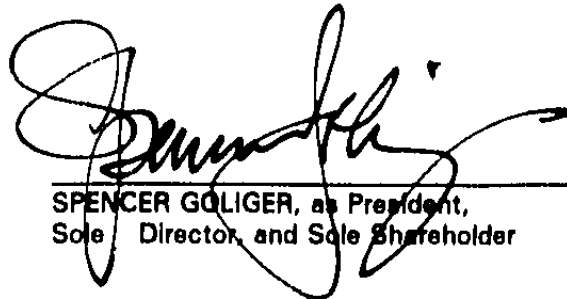
- 1. The name of the corporation is SGA ARCHITECTURE, INC.
- 2. Article I of the Articles of Incorporation of the Corporation are hereby amended to read as follows:

The name of the Corporation is SGA Architects, Inc., a Florida corporation.

- 3. The foregoing Amendment was adopted by all of the Directors and all of the Shareholders of the Corporation on the 9th day of May, 1995.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment.

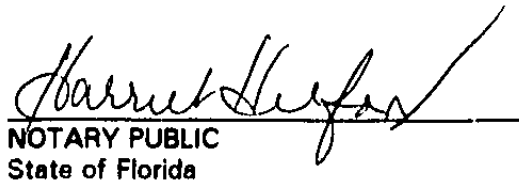
DATED this 9th day of May, 1995.



SPENCER GOLIGER, as President,
Sole Director, and Sole Shareholder

STATE OF FLORIDA)
) ss:
COUNTY OF BROWARD)

MAY The foregoing instrument was acknowledged before me this 16 day of MAY, 1995 by SPENCER GOLIGER, as the President, Sole Director and Sole Shareholder of the Corporation.



NOTARY PUBLIC
State of Florida

My Commission Expires: 7/13/95

SGA.AOA



HARRIET HELFAND
My Commission OC382150
Expires Jul. 13, 1995
Bonded by HAI
800-422-1555