

P9500005082

Forum Architecture & Interior Design, Inc.
745 Orienta Avenue
Suite 1121
Altamonte Springs, Florida 32701
Telephone 407.830.1400
Facsimile 407.830.4143

June 7, 1995

000001512940
-06/14/95--01052--015
****122.50 ****122.50

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

RE: New Filing

To Whom It May Concern:

Enclosed, please find the following:

1. Articles of Incorporation for Forum Architecture & Interior Design, Inc.
2. Certificate of Designation of Registered Agent/Registered Office
3. \$122.50 Filing Fee

If additional information is required, please contact the undersigned.

Sincerely,

FORUM ARCHITECTURE & INTERIOR DESIGN, INC.



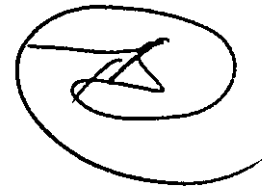
James B. Black
Principal/Architect

JBB/sbb
Enclosures

6/23/95

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
JUN 14 1995 PM 2:04

6/19/95



Handwritten notes and scribbles at the bottom of the page.



RECEIVED JUN 21 1995

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 19, 1995

JAMES B. BLACK
745 ORIENTA AVENUE STE 1121
ALTAMONTE SPRINGS, FL 32701

SUBJECT: FORUM ARCHITECTURE & INTERIOR DESIGN, INC.
Ref. Number: W95000012372

We have received your document for FORUM ARCHITECTURE & INTERIOR DESIGN, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document. SEE ARTICLE IV.

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) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 295A00029840

**ARTICLES OF INCORPORATION
OF
FORUM ARCHITECTURE & INTERIOR DESIGN, INC.**

FILED
95 JUN 29 PM 2:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of this corporation is **FORUM ARCHITECTURE & INTERIOR DESIGN, INC.**

ARTICLE II NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is to engage in the business of providing architectural and interior design services. To furnish or supply by contract, architectural and interior design services requiring the application of the science, art or profession of planning sites and of planning or designing buildings or architectural structures and their related facilities and interiors by and under the direct supervision of certified architects, interior designers and other licensed personnel, and do any and all things which corporation of this kind may lawfully do, including, without limitation, consultation, investigation, evaluation, planning, design, preparation of instruments of services of such, as drawings and specifications, and the supervision of construction insofar as customarily performed by architects and interior designers.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfers of corporate property of other instruments to secure the payment of corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the sales of the capital stock of, or any bonds, securities or other evidences of indebtedness created by any other corporation of the state of Florida or any other state or government and while owner of such stock to exercise all rights, powers and privileges or ownership, including the right to vote such stock.

To engage in any activity or business permitted under the laws of the United States of this State.

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is Seventy-Five Hundred (7,500) shares of common stock having a nominal or par value of One Dollar (\$1.00) per share. The consideration to be paid for each share shall be fixed by the Board of Directors.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

THE PRINCIPAL ADDRESS AND THE REGISTERED OFFICE ADDRESS of this corporation is 745 Orienta Avenue, Suite 1121, Altamonte Springs, Florida 32701, and the name of the initial registered agent of this corporation at that address is James B. Black, and by his signature as subscriber hereto, indicated his acceptance as Resident Agent and to act in this capacity pursuant to the laws of the State. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE V INITIAL DIRECTOR

This corporation shall have two Directors initially. The number of Directors may be increased or diminished from time to time, in the manner provided in the Bylaws, but shall never be less than one. The name and street address of the directors of this corporation, who shall hold office for the first year or until successors are chosen, shall be James B. Black and R. Norman Stoehr, 745 Orienta Avenue, Suite 1121, Altamonte Springs, Florida 32701.

ARTICLE VI SUBSCRIBERS

The name and street address of the subscriber to these Articles of Incorporation is James B. Black, 745 Orienta Avenue, Suite 1121, Altamonte Springs, Florida 32701.

ARTICLE VII AMENDMENT

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute.

ARTICLE VIII COMMENCEMENT OF CORPORATE EXISTENCE

This corporation shall commence to exist upon execution of the Articles of Incorporation.

IN WITNESS WHEREOF, I the undersigned, being the subscriber to these Articles of Incorporation, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, do make and file this Certificate, hereby declaring and certifying that the facts herein stated are true and hereunto set my hand and seal this 23rd day of June, 1995.


Subscriber and Registered Agent

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.


RECEIVED
JUN 29 11 20 AM
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the corporation is: **Forum Architecture & Interior Design, Inc.**

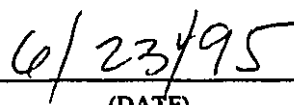
2. The name and address of the registered agent and office is:

James B. Black
745 Orienta Avenue, Suite 1121
Altamonte Springs, Florida 32701

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.



(SIGNATURE)



(DATE)

P9500005098 Z

FORUM

PLANNING
ARCHITECTURE
INTERIOR DESIGN

August 7, 1997

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

RECEIVED
97 AUG 19 PM 2:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**SUBJECT: Articles of Amendment to Articles of Incorporation
Forum Architecture & Interior Design, Inc.**

600002282406--8
-09/02/97--01087--008
*****87.50 *****87.50

Enclosed is an original and one (1) copy of the amendment to the articles of incorporation for:

\$ 87.50
Filing Fee
& Certificate

RECEIVED
97 AUG 19 PM 2:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FROM: James B. Black
745 Orienta Avenue, Suite 1121
Altamonte Springs, Fl. 32701
407-332-9200

RECEIVED
97 AUG 19 AM 8:41
DIVISION OF CORPORATIONS

Handwritten initials and date: JB, 8/25

FORUM ARCHITECTURE & INTERIOR DESIGN, INC.

745 Orienta Avenue, Suite 1111, Altamonte Springs, Florida 32701 ■ (407) 830-1400, FAX (407) 830-4143, AA 0002731

**CERTIFICATE OF AMENDMENT
TO ARTICLES OF INCORPORATION**

FORUM ARCHITECTURE & INTERIOR DESIGN, INC.

On this 7th day of August, 1997, we, JAMES B. BLACK, as president, and R. NORMAN STOEHR, as Vice President, of FORUM ARCHITECTURE & INTERIOR DESIGN, INC., a corporation organized and existing under the laws of the State of Florida, do hereby certify that:

On August 7, 1997, pursuant to an Action of the Stockholders and Board of Directors in Lieu of Special Meeting, the following resolutions were adopted, approved and confirmed:

1. That the amendment of Article I of the Articles of Incorporation of Forum Architecture & Interior Design, Inc., to read "The name of this corporation is **STOEHR & BLACK ARCHITECTS, INC.**" was approved and confirmed.

2. That the counsel for the corporation was directed to prepare the necessary Certificate for signature by the corporation, through its proper officers, to legally effect the Amendment to the Articles of incorporation as above set forth and to file such Certificate in the office of the Secretary of State of Florida, as required by the Statutes of Florida.

3. That the Officers of this Corporation are hereby authorized and directed, by and in the name of and on behalf of the Corporation, to make all such arrangements, to do and perform all such acts and things, to execute and deliver all such documents and to take such further actions as they may deem necessary or advisable in order to fully effectuate the purposes of this written action.

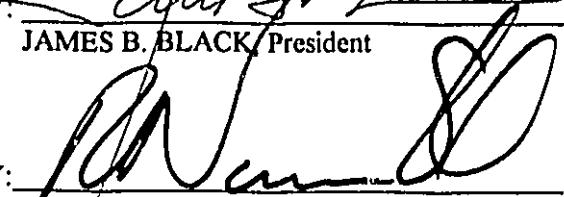
Such actions on the part of the Board of Directors, Stockholders and Officers of this corporation are in conformity with the charter and by-law provisions of the corporation.

FILED
97 AUG 19 PM 2:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the President and Vice-President do hereby affix their hands and seals of the corporation, after having been duly authorized, on this, the day and year first above written.

FORUM ARCHITECTURE &
INTERIOR DESIGN, INC.

BY: 
JAMES B. BLACK, President

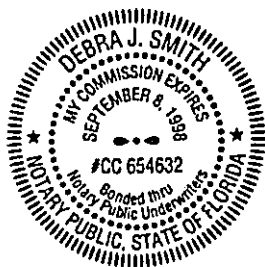
BY: 
R. NORMAN STOEHR, Vice President

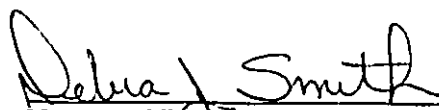
STATE OF FLORIDA

COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared JAMES B. BLACK and R. NORMAN STOEHR, Jr., well known to me to be the President and Vice President of FORUM ARCHITECTURE & INTERIOR DESIGN, INC., a Florida corporation, and they acknowledged executing the same freely and voluntarily under authority duly vested in them by said corporation and that the seal affixed thereto is the true corporate seal of said corporation.

WITNESS my hand and official seal in the County and State last aforesaid this 7th day of August, 1997.




Notary Public
My Commission Expires: Sept. 8, 1998

Personally Known (OR)
 Produced Identification
Type of Identification Produced:

P95000050982

FORUM

September 16, 1997

PLANNING
ARCHITECTURE
INTERIOR DESIGN

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

300002296033--7
-09/17/97--01100--001
*****87.50 *****87.50

**SUBJECT: Articles of Amendment to Articles of Incorporation
Stoehr & Black Architects, Inc.**

Enclosed is an original and one (1) copy of the amendment to the articles of incorporation for:

\$87.50
Filing Fee
& Certificate

**FROM: James B. Black
745 Orienta Avenue, Suite 1121
Altamonte Springs, FL 32701
407-332-9200**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SEP 17 PM 9:31

APPROVED
AND
FILED

Handwritten notes:
P95000050982
9-17-97
308
W. Black
Sep 17 1997

FORUM ARCHITECTURE & INTERIOR DESIGN, INC.

745 Orienta Avenue, Suite 1111, Altamonte Springs, Florida 32701 ■ (407) 830-1400, FAX (407) 830-4143, AA 0002731

**CERTIFICATE OF AMENDMENT
TO ARTICLES OF INCORPORATION**

STOEHR & BLACK ARCHITECTS, INC.

On this 16th day of September 1997, we, JAMES B. BLACK, as president, and R. NORMAN STOEHR, as Vice President, of STOEHR & BLACK ARCHITECTS, INC., a corporation organized and existing under the laws of the State of Florida, do hereby certify that:

On September 16, 1997, pursuant to an Action of the Stockholders and Board of Directors in Lieu of Special Meeting, the following resolutions were adopted, approved and confirmed:

APPROVED
AND
FILED
9 SEP 7 11 5:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. That the amendment of Article I of the Articles of Incorporation of Stoehr & Black Architects, Inc., to read "The name of this corporation is **FORUM ARCHITECTURE & INTERIOR DESIGN, INC.**" was approved and confirmed.
2. That the counsel for the corporation was directed to prepare the necessary Certificate for signature by the corporation, through it's proper officers, to legally effect the Amendment to the Articles of incorporation as above set forth and to file such Certificate in the office of the Secretary of State of Florida, as required by the Statutes of Florida.
3. That the Officers of this Corporation are hereby authorized and directed, by and in the name of and on behalf of the Corporation, to make all such arrangements, to do and perform all such acts and things, to execute and deliver all such documents and to take such further actions as they may deem necessary or advisable in order to fully effectuate the purposes of this written action.

Such actions on the part of the Board of Directors, Stockholders and Officers of this corporation are in conformity with the charter and by-law provisions of the corporation.

IN WITNESS WHEREOF, the President and Vice President do hereby affix their hands and seals of the corporation, after having been duly authorized, on this, the day and year first above written.

STOEHR & BLACK ARCHITECTS, INC.

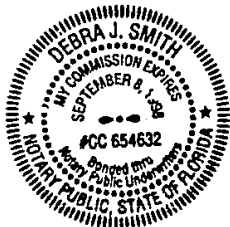
BY: [Signature]
JAMES B. BLACK, President

BY: [Signature]
R. NORMAN STOEHR, Vice President

STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared JAMES B. BLACK AND R. NORMAN STOEHR, JR., well known to me to be the President and Vice President of STOEHR & BLACK ARCHITECTS, INC., a Florida corporation, and they acknowledged executing the same freely and voluntarily under authority duly vested in them by said corporation and that the seal affixed thereto is the true corporate seal of said corporation.

WITNESS my hand and official seal in the County and State last aforesaid this 16th day of September, 1997.



[Signature]
Notary Public
My Commission Expires: Sept. 8, 1998

Personally Known (OR)
 Produced Identification
Type of Identification Produced:

97 SEP 17 AM 9:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
APPROVED
AND
FILED