

THOMAS E. SELCK
3400 Pan American Drive
Coconut Grove, Florida 33133
(305) 858-0658

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 10, 1995

THOMAS E. SELCK
3400 PAN AMERICAN DR
COCONUT GROVE, FL 33133

SUBJECT: FERGIS & SELCK ARCHITECTS, PA
Ref. Number: W95000013837

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

plus
Page 1 ✓ The specific nature of business of the professional association must be stated in the document.

Sep letter ✓ The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

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) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 795A00033140

ARTICLES OF INCORPORATION OF FERGIS & SELCK ARCHITECTS, PA.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is FERGIS & SELCK ARCHITECTS, PA.

ARTICLE II - DURATION

This Corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The general nature of the business to be transacted by this corporation shall be any and all activities permitted under the laws of the United States of America and the State of Florida for corporations engaged in the practice of architecture.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 1000 shares of common stock with a par value of One Dollar (\$1.00).

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 3400 Pan American Drive, Miami, Florida 33133, and the name of the initial registered agent for this corporation at that address is T. E. Selck. The principal address of this corporation is Parkway Financial Center, no. 304, Goodlette Road, Naples, FL33940.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one. The names and addresses of initial directors of this Corporation are: C. A. Fergis, 7241 SW 168 Street, Miami, Florida 33157; T. E. Selck, 3400 Pan American Drive, Miami, Florida 33133.

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these articles is T. E. Selck, 3400 Pan American Drive, Miami, Florida 33133.

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal the by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE X - INITIAL CAPITAL

The amount of capital with which this Corporation shall begin business is not less than One Hundred Dollars (\$100.00).

ARTICLE XI - MANAGEMENT OF CORPORATION BY SHAREHOLDER

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this Corporation shall be managed under the direction of, the shareholders of this corporation.

ARTICLE XII - POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE XIII - INITIAL DIRECTORS

The names and street addresses of the members of the first Board of Directors are: C. A. Fergis, 7241 SW 168 Street, Miami, Florida 33157; T. E. Selck, 3400 Pan American Drive, Miami, Florida 33133.

ARTICLE XIV - REMOVAL OF DIRECTORS

The shareholders of this Corporation shall be entitled to remove any director from office during his term.

ARTICLE XV - LIMITATION ON POWERS OF COMMITTEE

In addition to other limitations imposed by law, no committee of directors of this Corporation shall have or exercise the power of the Board of Directors to authorize any merger or dissolution.

ARTICLE XVI - DIRECTOR QUORUM AND VOTING

All of the directors shall constitute a quorum for a meeting of directors. If a quorum is present, the affirmative vote of all the directors present, or, if a director or directors have abstained from voting, shall be the act of the Board of Directors.

ARTICLE XVII - MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in a special meeting of the Board of Directors by means of conference telephone as provided by law, but regular meetings of the Board of Directors must be attended in fact in person by each director. Corporate documents transmitted by telephone facsimile shall be considered as having been transmitted by mail or courier.

ARTICLE XVIII - REDUCTION IN STATED CAPITAL

The stated capital of this Corporation shall not be reduced by action of the Board of Directors where such reduction is not accompanied by any action requiring or constituting an amendment of the Articles of Incorporation.

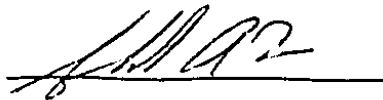
ARTICLE XIX - INDEMNIFICATION

This Corporation shall indemnify and hold harmless any officer or director, or any former officer or director to the fullest extent permitted by law.

ARTICLE XX - AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribed has executed these Articles of Incorporation, this 19 day of June, 1995.



C. A. FERGIS



T. E. SELCK

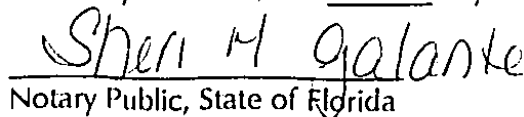
STATE OF FLORIDA)

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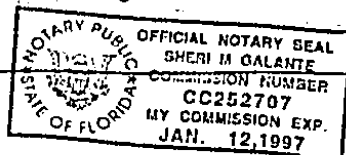
COUNTY OF DADE)

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared C. A. FERGIS and T. E. SELCK known to me to be the persons who executed the foregoing Articles of Incorporation and who acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 19 day of June, 1995.


Notary Public, State of Florida

My commission expires



Thomas E. Selck
3400 Pan American Drive
Coconut Grove, Florida 33133

June 19, 1995

TO WHOM IT MAY CONCERN:

I hereby accept the duties and responsibilities as registered agent for
Fergis & Selck Architects, P.A..

Respectfully,



Thomas E. Selck

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA