

P95000065339



PRINTER RAIL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 665788 81030A

AUTHORIZATION :

COST LIMIT : 9 PPD

ORDER DATE : August 21, 1995

ORDER TIME : 10:47 AM

ORDER NO. : 665788

CUSTOMER NO: 81030A

CUSTOMER: Mr. Katheryn S. Prosser
BUSCHMAN AHERN AND PERSONS

P. O. Box 50006

Jacksonville 8h, FL 32240-0006

DOMESTIC FILING

NAME: ARCHITECTS DESIGN GROUP, INC.

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: Sebrene Randolph

EXAMINER'S INITIALS:

SAB
8/23

1015-16426



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

August 21, 1995

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: ARCHITECTS DESIGN GROUP, INC.
Ref. Number: W95000016826

We have received your document for ARCHITECTS DESIGN GROUP, 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 name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

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) 487-6932.

Teresa Brown
Corporate Specialist

Letter Number: 595A00039090

ARTICLES OF INCORPORATION
OF

ARCHITECTS GROUP OF NORTHWEST FLORIDA, INC.

ARTICLE I: The name of this corporation is ARCHITECTS GROUP OF NORTHWEST FLORIDA, INC.

ARTICLE II: This corporation shall have perpetual existence.

ARTICLE III: This corporation is organized for the purpose of engaging in any activity or business permitted under the laws of the United States or the State of Florida.

ARTICLE IV: The maximum number and class of shares of capital stock which this corporation is authorized to have outstanding is one hundred (100) shares of common capital stock with a par value of One Dollar (\$1.00) per share.

ARTICLE V: The initial principal office of this corporation shall be at 11250 Old St. Augustine Road, #15-325, Jacksonville, Florida 32257, and the name of the corporations's initial registered agent is FRED L. AHERN, JR., at 2215 South Third Street, Suite 101, Jacksonville Beach, Florida 32250.

ARTICLE VI: Initially, this corporation shall have two (2) members on the Board of Directors, and the corporation shall have the authority to operate with not less than one member on the Board of Directors. The following are the names and addresses of the initial members of the Board of Directors:

JENNIFER LASSLEY
11250 Old St. Augustine Road, #15-325
Jacksonville, Florida 32257

BRIAN J. COTE
11250 Old St. Augustine Road, #15-325
Jacksonville, Florida 32257

ARTICLE VII: The name and street address of the person signing these Articles of Incorporation as a subscriber are as follows:

FRED L. AHERN, JR.
2215 South Third Street, Suite 101
Jacksonville Beach, Florida 32202

ARTICLE VIII: The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE IX: The Directors of this corporation shall take

action by written consent, as provided by law.

ARTICLE X: The Board of Directors is authorized, with the approval of the Shareholders, to issue "Section 1244 Stock" as defined by Section 1244 of the Internal Revenue Code as the same may be amended from time-to-time.

ARTICLE XI: These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders and approved at a Stockholders' meeting by a majority of the stock entitled to vote thereon, unless all of the Directors and all of the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, being the original subscriber hereinbefore named for the purpose of forming a corporation to do business both within and without the State of Florida, does make, subscribe, acknowledge and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and, accordingly, has hereunto set his hand and seal this _____ day of August, 1995.

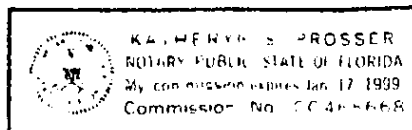
_____(SEAL)
FRED L. AHERN, JR.

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me by FRED L. AHERN, JR., who is personally known to me and acknowledged to and before me that he signed the foregoing Articles of Incorporation freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal in the County and State aforesaid, this _____ day of August, 1995.

NOTARY PUBLIC



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED
AND ACCEPTANCE AND ACKNOWLEDGMENT

IN COMPLIANCE WITH SECTION 48-091, FLORIDA
STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST, that ~~PROPERTIES DESIGN GROUP OF NORTHWEST FLORIDA, INC.~~ desire to organize or qualify under the Laws of the State of Florida as a corporation, with its principal place of business at 11250 Old St. Augustine Road, #15-325, Jacksonville, Florida 32257, County of Duval, State of Florida, as indicated in the Articles of Incorporation, has named FRED L. AHERN, JR., located at 2215 South Third Street, Suite 101, Jacksonville Beach, Florida 32250, as its agent to accept service of process within the State of Florida.

Dated August _____, 1995

FRED L. AHERN, JR.

ACKNOWLEDGMENT

Having been named to accept service of process for the above named corporation at the place designated in the Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes and acts relative to keeping open said office and with all provisions of all statutes and acts relative to the proper and complete performance of my duties.

Dated August _____, 1995

FRED L. AHERN, JR.

800-342-8086



975000065339
 networks
 PRESTIGE HOTEL
 110, SUKADININGRAT STREET

ACCUENT NO. : 072100000032

REFERENCE : 907039 81030A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : April 4, 1996

ORDER TIME : 9:57 AM

ORDER NO. : 907039

CUSTOMER NO: 81030A

CUSTOMER: Ms. Kathryn S. Prosser
Buschman Ahern And Persons
P. O. Box 50006

Jacksonville Bn, FL 32240 0000

DOMESTIC AMENDMENT FILING

NAME: ARCHITECTS DESIGN GROUP OF
NORTHWEST FLORIDA, INC.

XX ARTICLES OF AMENDMENT
____ RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 AA -----

CERTIFIED COPY
 FLAIN STAMPED COF
 CERTIFICATE OF GOOD STANDING

COUNTY PERSON: Karen B. Bozar

EXAMINER'S INITIALS:

SECRETARY OF THE ARMY
TALLAHASSEE, FLA.

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
ARCHITECTS DESIGN GROUP OF NORTHWEST FLORIDA, INC.

55 APR - 14 PM 12:49
TALLAHASSEE, FLORIDA

1. Article I of the Articles of Incorporation of ARCHITECTS DESIGN GROUP OF NORTHWEST FLORIDA, INC., is amended to read as follows:

ARTICLE I:

The name of this corporation is ARCHITECTS DESIGN GROUP OF NORTHEAST FLORIDA, INC.

2. The foregoing amendment has been consented to by the stockholders of this corporation by written consent attached hereto and by this reference made a part hereof.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Amendment this 31st day of August, 1995.

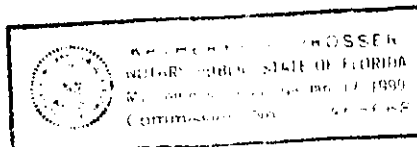
JENNIFER LASSLEY
JENNIFER LASSLEY, President

ATTEST: BRIAN J. COTE
BRIAN J. COTE, Secretary

STATE OF FLORIDA
COUNTY OF DUVAL

I hereby certify that on this day appeared before me, an officer duly authorized to administer oaths and take acknowledgments, JENNIFER LASSLEY and BRIAN J. COTE, who are personally known to me to be the persons described in and who executed the foregoing Articles of Amendment, and they took an oath and acknowledged to and before me that they signed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal in the County and State aforesaid, this _____ day of August, 1995.



CONSENT BY SHAREHOLDERS
TO AMENDMENT TO
ARTICLES OF INCORPORATION OF
ARCHITECTS DESIGN GROUP OF NORTHWEST FLORIDA, INC.

We, the undersigned, being all of the Shareholders of ARCHITECTS DESIGN GROUP OF NORTHWEST FLORIDA, INC., do hereby consent to the Amendment of the Articles of Incorporation of ARCHITECTS DESIGN GROUP OF NORTHWEST FLORIDA, INC., whereby ARTICLE 1 is amended so as to change the name of the corporation to ARCHITECTS DESIGN GROUP OF NORTHEAST FLORIDA, INC.

Dated this _____ day of August, 1995.

Shareholders:

JENNIFER LASSLEY

BRIAN J. COTE