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NEWELL & STAHL  
PROFESSIONAL ASSOCIATION  
817 NORTH GADSDEN STREET  
TALLAHASSEE, FLORIDA 32303-8313

ROBERT D. NEWELL JR.  
THOMAS W. STAHL  
DAVID R. TERRY  
ERIC D. PRUTSMAN

TELEPHONE 904/681-3883  
TELEFAX 904/681-1370

September 13, 1996

Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

RE: GESTALT ENGINEERING, INC.

Dear Sir/Madam:

Enclosed is an original and one (1) copy of the articles of Incorporation and a check for \$131.25.

Your attention to this matter is appreciated. If you have any questions or need additional information please call me at 904/681-3883.

Sincerely,

*Lawson J. Sergi*  
for  
Eric D. Prutsman

ljg  
Enclosure

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**ARTICLES OF INCORPORATION  
OF  
GESTALT ENGINEERING, INC.**

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**ARTICLE I - NAME**

The name of this corporation is GESTALT ENGINEERING, INC.

**ARTICLE II - PRINCIPAL OFFICE**

The principal place of business and mailing address of the corporation is 110 Cherry Avenue, Havana, Florida 32333.

**ARTICLE III - SHARES**

The corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares".

**ARTICLE IV - INITIAL REGISTERED AGENT AND OFFICE**

The street address of the initial registered agent of this corporation is 110 Cherry Avenue, Havana, Florida 32333, and the name of the initial registered agent of this corporation at that address is Lamar English.

**ARTICLE V - INCORPORATORS**

The name and address of the Incorporator signing these articles is Lamar English, 110 Cherry Avenue, Havana, Florida 32333.

**ARTICLE VI - INITIAL BOARD OF DIRECTORS**

This corporation shall have two Directors constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time as set forth in the Bylaws' however, there shall never be less than one Director nor more than five. The name and address of the initial Board of Directors of the corporation is:

Lamar English  
110 Cherry Avenue  
Havana, Florida 32333

Bill Gavin  
2113 Pebble Beach Place  
Panama City, Florida 32407

#### **ARTICLE VII - PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Fla. Stat., as now exists or may after be amended.

#### **ARTICLE VIII - DURATION**

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

#### **ARTICLE IX - INDEMNIFICATION**

The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

#### **ARTICLE X - PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### **ARTICLE XI - AMENDMENT**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 18<sup>th</sup> day of September, 1996.

Lamar English  
LAMAR ENGLISH  
Incorporator

STATE OF FLORIDA  
COUNTY OF LEON

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared LAMAR ENGLISH, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 18<sup>th</sup> day of September, 1996.

Lauren J. Geiger  
NOTARY PUBLIC  
State of Florida

My Commission Expires:



LAUREN J. GEIGER  
MY COMMISSION # CC343201 EXPIRES  
January 20, 1998  
BONDED TRIPLE TROY FARM INSURANCE, INC.

**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.

1. The name of the corporation is: Gestalt Engineering, Inc.
2. The name and address of the registered agent and office is:

Lamar English  
110 Cherry Avenue  
Havana, Florida 32333

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, and I further agree to comply with the  
provisions of all statutes relative to the proper and complete performance of my duties, and I  
am familiar with and accept the obligations of my position as registered agent.

Dated: 9/18/96

  
\_\_\_\_\_  
Lamar English

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CLERK OF DISTRICT COURT  
FLORIDA