

797000006619
DAVID L. SKYLES
ARCHITECT

January 15, 1997

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


300002062423--2
-01/17/97--01112--002
***122.50 ***122.50

Dear Sir:

Enclosed is an original and (1) copy of the Articles of DAVID L. SKYLES
ARCHITECTS, PROFESSIONAL ASSOCIATION for registration along with a check for
\$122.50 to cover charter fee, etc.

Please return a certified copy to me.

Sincerely,



David L. Skyles
102 Oaks Court
Sanford, Florida 32771

JAN 23 4:13

BSB

FILED
97 JAN 17 PM 12:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
97 JAN 17 PM 12:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

DAVID L. SKYLES ARCHITECTS, PROFESSIONAL ASSOCIATION

The undersigned Incorporator makes, subscribes, acknowledges and files with the Department of State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation is **David L. Skyles Architects, Professional Association.**

ARTICLE II

TERM OF EXISTENCE

This corporation shall commence as of the date of the filing of these Articles of Incorporation with the Secretary of State and shall have perpetual existence.

ARTICLE III

NATURE OF BUSINESS

The general nature of the business to be transacted by the corporation is to conduct and carry on the business of buying, selling, trading, developing, platting, subdividing, encumbering, leasing, managing, supervising, operating, controlling and dealing in and with real property of any kind or character whatsoever ; providing architectural services of any kind or character whatsoever, including , without limitation, planning sites, planning and designing buildings or structures of any kind or facilities related thereto and preparation of drawings and specifications ; constructing, erecting, building, equipping, decorating, repairing, developing and improving office buildings, houses, buildings, lands, streets, sidewalks, and other structures and improvements of any kind or character whatsoever ; manufacturing, purchasing, owning, holding, pledging, selling, assigning, transferring, investing, trading, dealing in and with or

otherwise acquiring, holding, disposing of or encumbering any goods, wares, merchandise, materials, supplies and equipment and any other personal property of any kind or character whatsoever ; the carrying on of any and all other business usual or incidental to the foregoing ; and the carrying on and conducting of any and all other lawful activity or business. In addition to the foregoing, this corporation shall have all the general and additional powers and authority granted to corporations under the laws of the State of Florida without limitation.

ARTICLE IV

CAPITAL STRUCTURE

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock, having a par value of \$0.10 per share. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property or in labor and services at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be non-assessable.

ARTICLE V

INITIAL REGISTERED AGENT AND REGISTERED OFFICE

The initial registered agent of this corporation shall be David L. Skyles. The street address of the initial registered office of this corporation, which is identical with the business office of the registered agent, is 102 Oaks Court, Sanford, Florida 32771. The Board of Directors from time to time may move the registered office to any other address in the State of Florida.

ARTICLE VI

BOARD OF DIRECTORS

There shall be a Board of Directors for this corporation which shall consist of not less than one (1). Except for the number constituting the initial Board of Directors, the number of Directors shall be decided by resolution of the shareholders.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The name and street address of the members of the initial Board of Directors for

this corporation, who, subject to these Articles of Incorporation and the laws of the State of Florida, shall hold office until the first annual meeting of the shareholders or until their resignation, removal from office or death are:

<u>Name</u>	<u>Street Address</u>
David L. Skyles	102 Oaks Court Sanford, Florida 32771

ARTICLE VIII

INCORPORATOR

The name and street address of the incorporator is:

David L. Skyles	102 Oaks Court Sanford, Florida 32771
-----------------	--

ARTICLE IX

BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the Board of Directors or shareholders.

ARTICLE X

INDEMNIFICATION

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

ARTICLE XI

PRE-EMPTIVE RIGHTS

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

ARTICLE XII

AMENDMENT OF ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended at any time by a resolution adopted by a majority vote of the Board of Directors at any annual or special meeting, provided at least (10) days' written notice is given to each Director of the time and place of the meeting and the purpose thereof. Any amendment of these Articles of Incorporation so made must be approved by a majority vote of the shareholders of the corporation.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation this 15th day of January, 1997


David L. Skyles

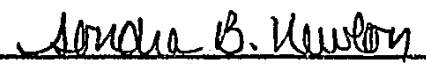
STATE OF FLORIDA
COUNTY OF SEMINOLE

Before me personally appeared David L. Skyles, to me well known and known to me to be the individual described in and who executed the foregoing, and he swore to and acknowledged before me that he executed the same for the purpose therein expressed.

Witness my hand and official seal in the county and State above this 15th day of January, 1997.



SONDRA B NEWLON
My Commission CC508144
Expires Nov. 06, 1999


Notary Public, My Commission Expires: 11-6-99
Sondra B. Newlon

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS
WITHIN THE STATE OF FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

David L. Skyles Architects, Professional Association, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the city of Sanford, State of Florida has named David L. Skyles located at 102 Oaks Court, Sanford, Florida 32771, as its agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT:

Having been named to service of process for the above stated corporation, at the place designated in this Certificate, I hereby 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.


Registered Agent: David L. Skyles

1/15/97
Date

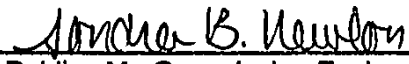
STATE OF FLORIDA
COUNTY OF SEMINOLE

Before me personally appeared David L. Skyles, to me well known and known to me to be the individual described in and who executed the foregoing, and he swore to and acknowledged before me that he executed the same for the purposes therein expressed.

Witness my hand and official seal in the county and State above this 15th day of January, 1996.



SONDRA B NEWLON
My Commission CC508144
Expires Nov. 06, 1999


Notary Public, My Commission Expires: 11-6-99
Sandra B. Newlon

FILED
97 JAN 17 PM 3:01
TALLAHASSEE
CLERK OF THE CIRCUIT COURT