

ANDREW L. SALVAGE, P.A.

ATTORNEYS AT LAW  
420 Northeast 3rd Street  
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Telephone: (954) 525-6727  
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March 18, 1997

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

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-03/21/97--01027--016  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Articles of Incorporation - P.W. Smith and Associates, P.A.

Dear Sir or Madam:

Enclosed is this firm's check in the amount of \$122.50 representing the filing fee for the enclosed Articles of Incorporation. Also enclosed is a self-addressed stamped envelope for your convenience in forwarding a certified copy of the Articles back to me. If you have any questions, please do not hesitate to contact the undersigned at (954) 525-6727.

Sincerely,

*Andrew L. Salvage*  
Andrew L. Salvage

ALS/dw  
Enclosure  
c:\wpdata\smith\divcorp.ltr

FILED  
97 MAR 21 PM 3:20  
TALLAHASSEE, FLORIDA

*Don  
3/20/97*

**ARTICLES OF INCORPORATION  
OF**

**P.W. SMITH and ASSOCIATES, P.A.**

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FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator, signs the following Articles of Incorporation for the purpose of forming a professional service corporation under the laws of the State of Florida.

**ARTICLE I**

*The name of the corporation shall be:*

**P.W. SMITH and ASSOCIATES, P.A.**

**ARTICLE II**

The existence of the corporation shall commence upon the filing of these Articles of Incorporation by the Department of State and shall be perpetual.

**ARTICLE III**

The general purposes for which the corporation is initially organized are:

To render the following specific professional service (as defined in Section 621.03 of the Professional Service Corporation Act) and none other, to wit: the personal services rendered by architects as provided by Chapter 481 of the Florida Statutes or any successor statute providing therefor.

And in connection therewith and in furtherance thereof, to possess and exercise all the powers and privileges granted by the Florida General Corporation Act or by any other law of Florida or by these Articles of Incorporation together with any powers incidental thereto, so far as such powers and privileges are consistent with, and not prohibited by, the Professional Service Corporation Act.

#### ARTICLE IV

The maximum number of shares which the Corporation shall have authority to issue shall be 10,000 shares of common stock, having a par value of \$1.00 per share.

#### ARTICLE V

The initial registered agent and street address of the initial registered office of the corporation shall be:

Pat W. Smith  
1568 Northeast 34th Street  
Oakland Park, Florida 33334

#### ARTICLE VI

This corporation shall have one director initially. The name and address of the initial director of the corporation, who shall hold office until his successor is elected and qualified or until his earlier resignation or removal from office is:

Pat W. Smith  
1568 Northeast 34th Street  
Oakland Park, Florida 33334

The number of directors may be increased or decreased from time to time pursuant to the bylaws of the corporation, but shall not be less than one.

#### ARTICLE VII

The name and address of the incorporator of the corporation is:

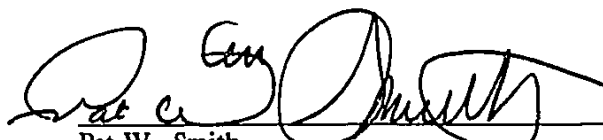
Pat W. Smith  
1568 Northeast 34th Street  
Oakland Park, Florida 33334

ARTICLE VIII

The mailing address of the corporation is:

Pat W. Smith  
1568 Northeast 34th Street  
Oakland Park, Florida 33334

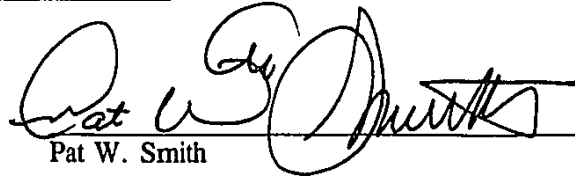
Executed at Ft. Lauderdale, Florida this 10 day of MAR, 1997.

  
Pat W. Smith

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of P.W. SMITH and ASSOCIATES, P.A.,  
the undersigned accepts such appointment, agrees to act in such capacity.

Dated this 18 day of MARCH, 1997.

  
Pat W. Smith

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA