

ARTICLES OF INCORPORATION

OF

EFFECTIVE DATE

1-1-98

GAY & MORRISSEY ARCHITECTURAL GROUP, INC.

FILED
97 DEC 18 PM 5:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

GAY & MORRISSEY ARCHITECTURAL GROUP, INC.

The address of the principal office of this corporation shall be 1312 Palmetto Avenue, Winter Park, Florida 32789, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1312 Palmetto Avenue, Winter Park, Florida 32789, and the name of the initial registered agent of the corporation at that address is David C. Gay.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually, commencing on January 1, 1998.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of, its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

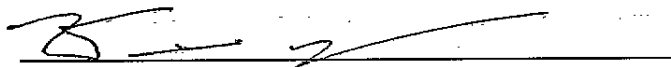
David C. Gay	Director	1312 Palmetto Avenue Winter Park, Florida 32789
Michael Morrissey	Director	1312 Palmetto Avenue Winter Park, Florida 32789

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation are:

David C. Gay
1312 Palmetto Avenue
Winter Park, Florida 32789.

IN WITNESS WHEREOF, the undersigned has hereunder set his hand and seal this 17 day of December 1997.


David C. Gay

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

David C. Gay, having a business office identical with the registered office of the corporation named above, and having been

designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.



David C. Gay

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