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October 21, 1998

P98000090934

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32399

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-10/23/98--01053--003
*****78.75 *****78.75

RE: Holmes Design Center, Inc.

Dear Sir or Madam:

In connection with the above referenced corporation, enclosed please find the original and one copy of the Articles of Incorporation to be filed with the Secretary of State. I also enclosed our firm check payable to the Secretary of State in the amount of \$78.75 for the cost of the filing fee.

Thank you for your assistance. Should you need any further information, please do not hesitate to contact this office.

Yours very truly,

John B. Moss
John B. Moss

Regina

GAVE

JBM/rll
Enclosures

AUTHORIZATION BY PHONE TO

CORRECT *Delete Effective Date*

DATE *10/26/98*

DOC. EXAM. *mm*

FILED
98 OCT 23 PM 1:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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98 OCT 23 PM 1:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

HOLMES DESIGN CENTER, INC.

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I - NAME

The name of this Corporation is Holmes Design Center, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal office and mailing address of this corporation shall be: 6550 Roosevelt Blvd., Jacksonville, FL 32244

ARTICLE III - DURATION

This corporation shall commence business upon filing with the Secretary of State and thereafter shall exist perpetually.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Corporation's initial registered office is 6550 Roosevelt Blvd., Jacksonville, FL 32244, and the name of the Corporation's initial registered agent at that address is Lockwood P. Holmes.

ARTICLE VI - INCORPORATOR

The name and address of the person signing these articles is:

Lockwood P. Holmes
6550 Roosevelt Blvd.
Jacksonville, FL 32244

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one (1).

The name and address of the initial director of the corporation is:

Lockwood P. Holmes
6550 Roosevelt Blvd.
Jacksonville, FL 32244

ARTICLE VIII - PURPOSE

The purpose of this Corporation is:

- (a) Furnish engineering and design services and the doing of any and all things related thereto.
- (b) The transaction of any and all other lawful business for which corporations may be incorporated and the doing of all lawful things related thereto.

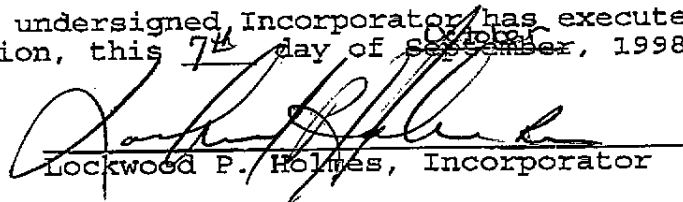
ARTICLE IX- RESTRAINT ON TRANSFER OF SHARES

The shareholders may, by agreement, impose any reasonable restraint on the transfer or alienation of shares.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation, this 7th day of September, 1998.


Lockwood P. Holmes, Incorporator

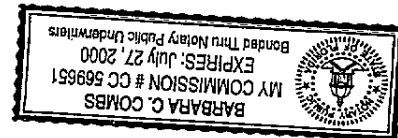
STATE OF FLORIDA
COUNTY OF CLAY Duval

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared Lockwood P. Holmes, who executed the foregoing Articles of Incorporation, and who is personally known to me or who produced the following form of identification: _____

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 7 day of ~~September~~, 1998.

October

Barbara C Combs
Notary Public, State of Florida
(Official Stamp)



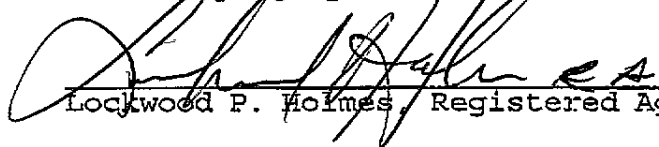
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuant of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First - Holmes Design Center, Inc., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at 6550 Roosevelt Blvd., Jacksonville, County of Duval, State of Florida, has named Lockwood P. Holmes, of 6550 Roosevelt Blvd., Jacksonville, County of Duval, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


Lockwood P. Holmes, Registered Agent

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA