

310 SW OCEAN BOULEVARD STUART, FLORIDA 34994-2007

wm. A. Oughterson John E. Prewitt Frederick G. Sundheim, Jr. (561) 287-0660

T. T. OUGHTERSON (1904-1983) FAX (561) 287-0422

December 28, 1998

Division of Corporations Secretary of State Post Office Box 6327 Tallahassee, Florida 323l4

RE: Andrew J. Belford, Inc.

600002727916--9 -12/31/98--01044--013 ****122.50 ******78.75

Dear Sirs:

I have enclosed a check in the amount of \$122.50 to cover your filing fee and obtaining a certified copy of the enclosed Articles of Incorporation to the above-captioned corporation.

Once the Articles has been filed, please return same to my office in the enclosed self addressed stamped envelope.

Sincerely yours,

/Frederick G. Sundheim, Jr.

FGS:sn B-136B Encls.

cc: Mr. Andrew J. Belford



ARTICLES OF INCORPORATION

OF

ANDREW J. BELFORD, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation shall be ANDREW J. BELFORD, INC.

ARTICLE II. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE III. NATURE OF BUSINESS

The general nature of the businesses to be transacted by this corporation will be aarchitectural and land development consulting, real estate and insurance consulting, and education consulting.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock without nominal or par value. One share having a nominal or par value of One (\$1.00) dollars per share.

ARTICLE V. PRINCIPAL AND REGISTERED OFFICE

The street address of the principal office of this corporation in the State of Florida is 150 North Beach Road, Hobe Sound, Florida 33455. The street address of the initial registered office of this corporation in the State of Florida is 150 North Beach Road, Hobe Sound, Florida 33455, and the mailing address is

PO Box 8006, Hobe Sound, Florida 33475. The name of the initial registered agent at such address is ANDREW J. BELFORD,

ARTICLE VI MANAGEMENT BY SHAREHOLDERS

The business of the corporation shall be managed by the shareholders of the corporation. There will be no directors.

ARTICLE VII. INCORPORATORS

The names and street addresses of the subscribers of these Articles of Incorporation/members of the first Board of Directors are:

Name	Address	Office
Andrew J. Belford	150 North Beach Rd. Hobe Sound, FL 33455	P/VP
Mary Kriske	150 North Beach Rd. Hobe Sound, FL 33455	Treasurer

ARTICLE VIII. BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Shareholders.

ARTICLE IX. AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved (by the board of directors, proposed by them to the shareholders and approved) at a shareholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE X. PREEMPTIVE RIGHTS

Upon the sale of any unissued or treasury shares of the corporation, each shareholder shall have the preemptive right to purchase his prorata share thereof at the price at which it is offered to others. This preemptive right is limited to the extent that no fractional shares will be issued or sold.

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STATE OF FLORIDA COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 28 day of December, 1998, by ANDREW J. BELFORD.

Notary Rabite SHARON K. NEWMAN MY COMMISSION # CC 6307722
EXPIRES: April 20, 2001
Bonded Thru Notary Public Underwriters

Printed name of notary

Personally known _____ or produced identification _____.

Type of Identification Produced ______.

I, Andrew J. Belford, having been designated to act as Registered Agent, hereby consent to act in that capacity until removed or my resignation is submitted.

ANDREW J. BELFORD

FILED

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