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**Jones  
Madden & Grosso**  
ATTORNEYS AT LAW  
A PARTNERSHIP OF PROFESSIONAL CORPORATIONS

February 16, 1999

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759 South Federal Highway  
Suite 212 • Stuart, FL 34994

Bureau of Corporate Records  
Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Rudd Jones, P.E. and Associates, P.A.

700002778957--0

-02/18/99--01034--011

Dear Sir/Madam:


\*\*\*\*\*78.75 \*\*\*\*\*78.75

Enclosed please find the original and one copy of the Articles of Incorporation of Rudd Jones, P.E. and Associates, P.A., the Certificate Designating Registered Agent, and our check in the sum of \$78.75 representing payment as follows:

Filing Fee	\$35.00
Registered Agent's Fee	35.00
Certified Copy of Charter	8.75
<b>TOTAL</b>	<b>\$ 78.75</b>

Once these Articles of Incorporation have been approved and filed by your office, please forward a certified copy of the charter using the extra copy enclosed.

Sincerely,

  
John W. Madden, Esq.

JWM/dmm  
Enclosures

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DIVISION OF CORPORATIONS  
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DIVISION OF CORPORATIONS  
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## **ARTICLES OF INCORPORATION**

**OF**

**RUDD JONES, P.E. AND ASSOCIATES, P.A.**

### **ARTICLE I - NAME**

The name of this corporation shall be:

**RUDD JONES, P.E. AND ASSOCIATES, P.A.**

### **ARTICLE II - DURATION**

The corporation shall have perpetual existence.

### **ARTICLE III - PURPOSE**

This corporation, through its officers and employees, shall be authorized to engage in every aspect and phase of practicing accounting within the State of Florida; to engage in any activities which will facilitate and promote practicing engineering through its officers and employees; and to invest and reinvest its funds in real estate, mortgages, stocks, bonds and any other type of investments within the meaning of F.S. §621 of the Professional Service Corporation Act; and to purchase and own real and personal property necessary for the rendering of professional services within the practice of engineering.

### **ARTICLE IV - CAPITAL STOCK**

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be 1000 shares of the par value of One (\$1.00) Dollar per share, all of which shall be common stock of the same class. All stock issued shall be fully paid and non-assessable.

### **ARTICLE V - PRINCIPAL OFFICE**

The principal office of this corporation shall be located in the County of Martin, State of Florida, and the mailing address of said principal office of the corporation shall be 49 Flagler Avenue, Suite 202, Stuart, Florida 34994.

## **ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The name of the initial registered agent and the address of the initial registered office of this corporation are as follows:

JOHN W. MADDEN

759 S. Federal Highway, Suite 212  
Stuart, Florida 34994

## **ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This corporation shall have one director constituting the initial board of Directors. Subject to the provisions of the by-laws and these Articles of Incorporation, the director shall hold office for the first year of the corporation or until his/her successor(s) is elected and have qualified. The number of directors may be either increased or decreased from time to time by the by-laws, however, there shall never be less than one Director nor more than three. The name and address of the initial Board of Directors of the corporation is:

FRED R. JONES, JR.

49 Flagler Avenue, Suite 202  
Stuart, Florida 34994

## **ARTICLE VIII - INCORPORATOR**

The name and post office address of the subscriber of these Articles of Incorporation are as follows:

FRED R. JONES, JR.

49 Flagler Avenue, Suite 202  
Stuart, Florida 34994

## **ARTICLE IX - INCORPORATION OF PROFESSIONAL SERVICE CORPORATION ACT**

This corporation is intended to be a professional service corporation within the meaning of the Professional Service Corporation Act, Chapter 621, Florida Statutes, 1995, and accordingly, the corporation, its officers, directors, and shareholders shall be subject to all of the Sections of said Act concerning the formation of the corporation, the conduct of its business, and the liabilities, rights, privileges and immunities of the corporation, its officers, directors, and shareholders, as stated in said Chapter 621, Florida Statutes.

## ARTICLE X - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any previously unissued stock of this corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her pro rata share (as nearly as may be done without issuance of fractional shares), at the price at which it is offered to others.

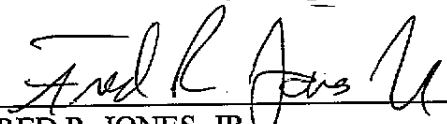
## ARTICLE XI - INDEMNIFICATION

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

## ARTICLE XII - AMENDMENTS

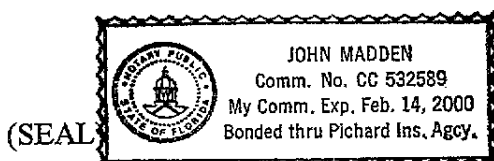
This corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

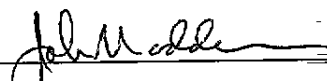
IN WITNESS WHEREOF the undersigned subscribing incorporator has hereunto set her hand and seal for the purpose of forming this corporation under the laws of the State of Florida, and does hereby make, subscribed, acknowledge and file in the office of the Secretary of the State of Florida these Articles of Incorporation and certifies that the facts herein stated are true, this 12<sup>th</sup> day of February, 1999.

  
FRED R. JONES, JR.

STATE OF FLORIDA  
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 12<sup>th</sup> of February, 1999, by FRED R. JONES, JR. (PLEASE CHECK ONE OF THE FOLLOWING) ☒ who is personally known to me or ☐ who has produced \_\_\_\_\_ (TYPE OF IDENTIFICATION) as identification and who (PLEASE CHECK ONE OF THE FOLLOWING) ☐ did or ☐ did not take an oath.

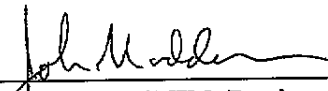


  
\_\_\_\_\_  
(Print Name)  
NOTARY PUBLIC  
My Commission Expires: \_\_\_\_\_

**ACKNOWLEDGMENT OF REGISTERED AGENT**

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DIVISION OF CORPORATIONS  
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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 provision of said act relative to keeping open said office.

  
\_\_\_\_\_  
JOHN W. MADDEN, Registered Agent