

## BEGGS & LANE

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RUSSELL F. VAN SICKLE  
RUSSELL A. BADDERS  
GARY W. HUSTON  
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CHARLES T. WIGGINS

A REGISTERED LIMITED LIABILITY PARTNERSHIP  
ATTORNEYS AND COUNSELLORS AT LAW  
POST OFFICE BOX 12950

PENSACOLA, FLORIDA 32576-2950

June 11, 1999

SEVENTH FLOOR BLOUNT BUILDING  
3 WEST GARDEN STREET  
PENSACOLA, FLORIDA 32501  
TELEPHONE (850) 432-2451  
TELECOPIER (850) 469-3330

E. DIXIE BEGGS  
*Retired*

BERT H. LANE  
1917-1981

P99000054161

Corporate Records Bureau  
Division of Corporations  
Department of State  
State of Florida  
409 East Gaines Street  
Tallahassee, Florida 32301

000002903860--1  
-06/14/99--01122--010  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: Brinkley Architecture, Inc.

Gentlemen:

Enclosed please find the following:

- (1) The original and one copy of the Articles of Incorporation for the above corporation.
- (2) Our check for \$78.75 to cover the filing fee, registered agent fee, and certified copy cost.
- (3) Self-addressed mailing envelope for use in returning the certified copy of the Articles to us.

We would appreciate your filing the enclosed Articles of Incorporation and immediately returning a certified copy to us in the enclosed mailing envelope.

If you should have any questions concerning the enclosures, or if you should require anything further from us, please call.

We thank you for your kind assistance in these matters.

Very truly yours,

*James M. Weber*  
James M. Weber  
For the Firm

JMW:jrf

Enclosures

FILED  
99 JUN 14 AM 11:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

J. SMITH JUN 15 1999

ARTICLES OF INCORPORATION  
OF  
BRINKLEY ARCHITECTURE, INC.

99 JUN 14 AM 11:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

I, the undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, hereby make, subscribe, acknowledge, and file these articles for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I

Name of Corporation and Principal Office

The name of the corporation shall be Brinkley Architecture, Inc. The principal place of business and mailing address of this corporation shall be Suite 351, 3 West Garden Street, Pensacola, Florida, 32501.

ARTICLE II

Effective Date of Incorporation

The effective date of incorporation of Brinkley Architecture, Inc., is hereby declared to be June 11, 1999.

ARTICLE III

Duration

The corporation shall have perpetual existence, commencing on the 11th day of June, 1999.

ARTICLE IV

Purpose

The corporation is organized for the purpose of transacting any and all lawful business, both within and without

the State of Florida, including, but not limited to, providing architectural and engineering services, providing "design build" services to general contractors, and generally engaging in providing services for the residential and commercial construction industry.

#### ARTICLE V

##### Capital Stock

The corporation is authorized to issue one million (1,000,000) shares of common stock, each share with a par value of One Dollar (\$1.00). No other class or type of stock shall be issued.

#### ARTICLE VI

##### Pre-emptive Rights

Every shareholder, upon the sale for cash of any new stock of the corporation, shall have the right to purchase a prorata share thereof, as nearly as may be done without issuance of fractional shares, at the price at which it is offered to others.

#### ARTICLE VII

##### Initial Registered Office and Agent

Both the street address and the mailing address of the initial registered office of the corporation is Suite 351, 3 West Garden Street, Pensacola, Florida, 32501, and the name of the initial registered agent of this corporation at that address is Doyle W. L. Brinkley.

## ARTICLE VIII

### Initial Board of Directors

The corporation shall have one director initially. The number of directors may be either increased or decreased from time to time as provided in the By-Laws of the corporation, but the number of directors of the corporation shall not be less than one nor more than seven. The directors shall be elected in accordance with the provisions of the By-Laws. The name and address of the initial director of the corporation is:

Doyle W. L. Brinkley	Residence Address:
	1600 North Spring Street
	Pensacola, Florida 32501
	Office Address:
	3 West Garden Street
	Pensacola, Florida 32501

## ARTICLE IX

### Incorporator

The name and address of the incorporator signing these Articles is Doyle W. L. Brinkley, 3 West Garden Street, Pensacola, Florida, 32501.

## ARTICLE X

### By-Laws

The power to adopt, alter, amend or repeal the By-Laws of the corporation shall be vested in the Board of Directors.

## ARTICLE XI

### Shareholder Quorum and Voting

At any meeting of the Shareholders, fifty-one percent (51%) of the shares entitled to vote, represented in person or by


proxy, shall constitute a quorum. If a quorum is present, the affirmative vote of a majority of the shares represented at the meeting entitled to vote on the subject matter shall be the act of the shareholders.

#### ARTICLE XII

##### Statutory Powers

The corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act, Chapter 607, Florida Statutes, as such chapter presently exists or may hereafter be amended.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 11<sup>th</sup> day of June, 1999.

  
\_\_\_\_\_  
Doyle W. L. Brinkley

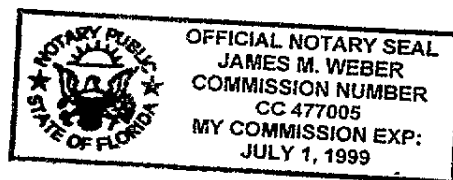
STATE OF FLORIDA

COUNTY OF ESCAMBIA

Before the undersigned, a notary public in and for said State and County, this day personally appeared Doyle W. L. Brinkley, who is personally known to me and known to me to be the individual described by said name in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed the said document freely and voluntarily for the uses and purposes therein set forth. He presented a Florida drivers license as identification, and he did not take an oath.

Given under my hand and official seal this 11<sup>th</sup> day of  
June, 1999.

James M. Weber  
Notary Public, State of Florida  
at Large  
My Commission Expires: July 1, 1999



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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE  
FOLLOWING IS SUBMITTED:

THAT BRINKLEY ARCHITECTURE, INC.  
(NAME OF CORPORATION)


DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF  
FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF

PENSACOLA, STATE OF FLORIDA, HAS NAMED DOYLE W. L. BRINKLEY  
(CITY) (STATE) (NAME OF RESIDENT)

AGENT, LOCATED AT SUITE 351, 3 WEST GARDEN STREET,  
(STREET ADDRESS AND NUMBER OF BUILDING, POST  
OFFICE BOX ADDRESSES ARE NOT ACCEPTABLE)

CITY OF PENSACOLA, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT  
(CITY)


SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE   
Doyle W. L. Brinkley

TITLE Incorporator

DATE June 11, 1999

HAVING BEEN NAMED TO ACT AS REGISTERED AGENT AND TO  
ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE  
PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT AND AGREE TO  
ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE  
PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE  
PERFORMANCE OF MY DUTIES, INCLUDING KEEPING OPEN SAID OFFICE, AND  
I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS  
REGISTERED AGENT.

SIGNATURE   
(REGISTERED AGENT)  
Doyle W. L. Brinkley  
DATE June 11, 1999

FILED  
99 JUN 14 AM 11:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA