

ARTICLES OF INCORPORATION
OF
USSERY/RULE ARCHITECTS, P.C.

LAW OFFICES

PIPKIN, WILLIAMS AND GREENE

613-B BEACHVIEW DRIVE

ST. SIMONS ISLAND, GEORGIA 31522

State of Georgia



OFFICE OF SECRETARY OF STATE

I, David B. Poythress, Secretary of State of the State of Georgia, do hereby certify that

"USSERY/RULE ARCHITECTS, P.C."

has been duly incorporated under the laws of the State of Georgia on the ^{16th} day of November, 19⁸¹, by the filing of articles of incorporation in the office of the Secretary of State and the fees therefor paid, as provided by law, and that attached hereto is a true copy of said articles of incorporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of my office, at the Capitol, in the City of Atlanta, this ^{16th} day of November in the year of our Lord One Thousand Nine Hundred and Eighty One and of the Independence of the United States of America the Two Hundred and Six

David B. Poythress
SECRETARY OF STATE, EX-OFFICIO CORPORATION
COMMISSIONER OF THE STATE OF GEORGIA



State of Georgia



OFFICE OF SECRETARY OF STATE

I, David B. Poythress, Secretary of State of the State of Georgia, do hereby certify that

based on a diligent search of the records on file in this office, I find that the name of the following proposed domestic corporation to wit

"USSERY/RULE ARCHIECIS, P.C. "

is not identical with or confusingly similar to the name of any other existing domestic or domesticated or foreign corporation registered in the records on file in this office or to the name of any other proposed domestic or domesticated, or foreign corporation as shown by a certificate of the Secretary of State heretofore issued and presently effective.

This certificate is in full force and effective for a period of 4 calendar months from date of issuance. After such period of time, this certificate is void.

In TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of my office, at the Capitol, in the City of Atlanta, this _____ day of _____, in the year of our Lord One Thousand Nine Hundred and Eighty _____ and _____ of the Independence of the United States of America the Two Hundred and _____

Six.

Secretary of State, Ex Officio Corporation
Commissioner of the State of Georgia

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SECRETARY OF STATE

ARTICLES OF INCORPORATION
OF
USSERY/RULE ARCHITECTS, P.C.

I.

The name of the corporation is:
Ussery/Rule Architects, P.C.

II.

The corporation shall have perpetual duration.

III.

The purpose of the corporation is to conduct the business of providing professional architectural services to clients, including but not limited to the design and development of all types of construction projects, supervision of construction, and any other such related activities as may be proper for the accomplishment of these purposes herein set forth.

IV.

The corporation shall have authority to issue 1,000 shares of no par value common stock.

V.

The corporation shall not commence business until it shall have received not less than \$500.00 in payment for the issuance of shares of stock. The shares of the corporation shall be issued to, held by, or transferred only to such persons as are licensed to practice the profession of architecture, for which the corporation is organized, and who, unless disabled, are actively engaged in such practice. Shares not so issued, held, or transferred shall be subject to the provisions of "The Georgia Professional Corporation Act".

VI.

The initial registered office of the corporation shall be 103 Brunswick Avenue, St. Simons Island, Georgia 31522. The registered agent of the corporation at said office shall be Robert Ussery.

VII.

The initial Board of Directors shall consist of two members who shall be Robert Ussery, 103 Brunswick Avenue, St. Simons Island, Georgia, and Thomas Rule, 103 Brunswick Avenue, St. Simons Island, Georgia. The corporation shall have initially not more than two holders of the shares of the corporation; however, this is not in any manner a limitation on the number of shareholders who might own or have a beneficial interest in shares of this corporation in the future.

VIII.

The names and addresses of the incorporators are:
Robert Ussery, 103 Brunswick Avenue, St. Simons Island, Georgia 31522, and
Thomas Rule, 103 Brunswick Avenue, St. Simons Island, Georgia 31522.

IX.

The incorporators are persons licensed to practice the profession for which the corporation is organized and to render such services under the laws of this State and qualified to hold shares in this professional corporation according to the laws of the State of Georgia. All future shareholders shall be so licensed and authorized to render such services. No shareholder of the corporation shall enter into a voting trust agreement or any other type of agreement

vesting in any person the authority to exercise the voting power of any or all of his shares.

ARTICLE X.

The business affairs, exercise of corporate powers and management of the corporation shall be reposed exclusively and continuously in the Board of Directors. The number of Directors, term and selection shall be governed by the by-laws of the corporation. The shareholders of the corporation recognize the separate and distinct entity of the corporation and if employed by the corporation, shall be subject to the management and control of the corporate directors and officers in the same manner as any other employees of the corporation. Shareholders who become employees of the corporation or perform services for the corporation agree to forego all claims for fees charged or collected for such services rendered as employees of the corporation.

ARTICLE XI.

This corporation is organized under the provisions of the Georgia Professional Corporation Act, which shall govern all relationships between the corporation, its employees and third persons whomsoever.

IN WITNESS WHEREOF, the undersigned execute these Articles of Incorporation.


Robert Ussery

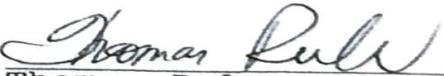

Thomas Rule

EXHIBIT "A"

I, Robert Ussery, hereby agree to be appointed
as Registered Agent for service for Ussery/Rule Architects,
P.C.

Robert Ussery
Robert Ussery

Sworn to and subscribed
before me this the 12th
day of November, 1981.

Steven O. Green
Notary Public
Glynn County, Georgia

My commission expires: My Commission Expires August 1, 1983

(Seal of Notary Public)