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Division of Corporations  
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Florida Department of State  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**DOMESTICATION**  
**STANLEY HOLDINGS, INC.**

Certificate of Status	0
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**CERTIFICATE OF DOMESTICATION**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, Thomas B. Stanley, III, of STANLEY HOLDINGS, INC., a foreign corporation, in accordance with Florida Statutes section 607.1801, does hereby certify:

1. The date on which the corporation was first formed was January 31, 2003.
2. The jurisdiction where the above named corporation was first incorporated was Virginia.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was:

**Stanley Holdings, Inc.**


4. The name of the corporation, as set forth in the attached Articles of Incorporation to be filed pursuant to Florida Statutes sections 607.0202 and 607.0401 with this certificate is:

**Stanley Partners, Inc.**

5. The jurisdiction that constituted the principal place of business of the corporation, immediately before the filing of the Certificate of Domestication was Virginia.

6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to Florida Statutes section 607.1801.

I am President of Stanley Holdings, Inc., and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this 14<sup>th</sup> day of November, 2007.

  
 \_\_\_\_\_  
 Thomas B. Stanley, III, President

**ARTICLES OF INCORPORATION  
OF  
STANLEY PARTNERS, INC.**

**ARTICLE I.**

**CORPORATE NAME**

The name of this corporation is STANLEY PARTNERS, INC.

**ARTICLE II.**

**INITIAL PRINCIPAL OFFICE**

The street address and the mailing address of the initial principal office of this corporation are as follows:

1302 Wesley Place, NW  
Atlanta, GA 30327

**ARTICLE III.**

**CAPITAL STOCK**

This corporation is authorized to issue Five Thousand (5,000) shares of common stock with a par value of One Dollar (\$1.00) per share, which shares shall be and hereby are designated as "Common Shares." Without action by the shareholder(s), any or all of the authorized shares may be issued by this corporation from time to time for such consideration as may be fixed by the board of directors of this corporation.

**ARTICLE IV.**

**INITIAL REGISTERED OFFICE AND AGENT**

The initial registered office of this corporation in the state of Florida is 50 North Laura Street, Suite 3300, Jacksonville, Florida 32202, and the name of the initial registered agent of this corporation at that address is RAX CO., a Florida corporation. The board of directors may,

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from time to time, change the registered agent or move the registered office to any other address in Florida.

ARTICLE V.

INCORPORATOR

The name and address of the Incorporator of this corporation is:

RAX CO., a Florida corporation  
50 North Laura Street, Suite 3300  
Jacksonville, Florida 32202

ARTICLE VI.

AMENDMENTS AND BYLAWS

These Articles of Incorporation may be amended in the manner provided by law. Either the shareholder(s) or board of directors may repeal, amend, or adopt bylaws for the corporation, pursuant to these articles, except that the shareholder(s) may prescribe in any bylaw made by them that such bylaw shall not be altered, repealed, or amended by the board of directors.

IN WITNESS WHEREOF, the undersigned, on behalf and in the name of the Incorporator, has hereunto set his hand this 11<sup>th</sup> day of December, 2007.

RAX CO., a Florida corporation  
Incorporator

By:   
Jonathan R. Sacks, Vice President

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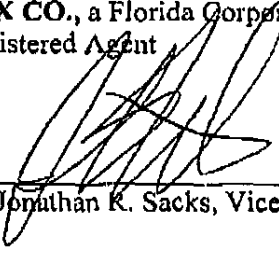
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**CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF  
REGISTERED AGENT OF  
STANLEY PARTNERS, INC.** SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to Section 607.0501, Florida Business Corporation Act, RAX CO., a Florida corporation, located at 50 North Laura Street, Suite 3300, Jacksonville, Florida, 32202, having been named as registered agent to accept service of process upon STANLEY PARTNERS, INC., hereby accepts the appointment as registered agent, agrees to act in that capacity, and agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties as registered agent, acknowledging hereby that it is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned corporation has caused this Certificate to be executed in Jacksonville, Duval County, Florida on this 11<sup>th</sup> day of December, 2007.

RAX CO., a Florida Corporation  
Registered Agent

By   
Jonathan K. Sacks, Vice President