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LAW OFFICES W HAYMANS W COLEMAN B. CONNELIUS, J R. CUNNINGHAM G. HALLOWES, J C. O'NEILL, JR. T. WI SON F. MAGUINE MAGUIRE. VOORHIS & WELLS, P. A. N. VOORHIS IN WELLS DANSING , јл. E MAGUIRE 138 WALL STREET R, F, HAGUIREL, R. J. R. WILKINS C. W. ABDOTT M. W. MILKINS C. W. ABDOTT M. W. MILLS, JR. R. W. BATES J. A. URBAN Q. H. GODOOLD D. L. GATTIS, JR. C. T. WILLS R. H. BLACKFORD P. O. BOX 633 WILSON BUILDER, JR. ORLANDO, FLORIDA 32802 BOOIN BARLEY (305) 241-4421 ANSON JR. IN REPLY REFER TO Joel R. Wells, Jr. July 21, 1972 Department of State The Capitol 32304 Tallahassee, Florida New Corporation - First at Orlando Services The: Re: Gentlemen: تعسننه بالمجم 20 12 <u>≠≠±±+<u>3.0</u>0</u> Please find enclosed the following documents pursuant aa ++++10.00 to the incorporation of First at Orlando Services, NE -34 ~ 25700 \*\*\*\*15.00 The Articles of Incorporation of First at Enlando- 25680 \*\*\*\*80.00 (1)Services, Inc.; A check in the amount of \$108.00 to cover the fol-(2)lowing fees: (a) \$80.00 for the tax on total authorized par value stock; (b) \$15.00 filing fee; (c) \$10.00 for one certified copy of the Certificate of Incorporation; and (d) \$3.00 fer. Certificate Designating Resident Agent; Executed copy of the Articles of Incorporation to m (3) be certified and returned; and PII Completed designation of Resident Agent Form to (4) be placed on file with the Department of State of Please telephone the undersigned collect upon the granting of the corporate Charter for First at Orlando Services, Inc. Very truly yours, PRIVILEGE TAX CU X C. TAX \_\_\_\_ 15 FPUTT Jóel R. Wells, C C. C.F.Y\_ 2 JRWjr/dw D. A. FOE Enclosures RAUH. 08 Total . BALMICE DUE . REFUED.

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First--That FIRST AT ORLANDO SERVICES, INC., desiring 20 7 organize under the laws of the State of Plorida with its principal office, as indicated in the Articles of Incorporation, at 2290 Premier Row, Orlando, Florida 32809, County of Orange, State of Florida, has named Frederick O. Britton, Jr., located at 2290 Premier Row, Orlando, Florida 32809, County of Orange, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at 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 offices.

Resident Ager

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### ARTICLES OF INCORPORATION

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### FIRST AT ORLANDO SERVICES, INC.

The undersigned subscribers, being natural persons competent to contract, subscribe to these Articles of Incorporation to form a corporation under the laws of the State of Florida.

### ARTICLE I

Name. The name of this corporation is: FIRST AT ORLANDO

### ARTICLE II

Business and Activities. This corporation may, and is authorized to, engage in the following activities:

 (a) providing bookkeeping or data processing services for the internal operations of First at Orlando Corporation and its subsidiaries;

(b) storing and processing other banking, financial, or related economic data, such as performing payroll, accounts receivable or payable, or billing services; and

(c) any other activity or business permitted under the laws of the United States and of the State of Florida.

### ARTICLE III

Capital Stock. The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 20,000 shares of common stock having a par value of \$1.00 per share, with the consideration to be paid for each share to be in money, property or services, as may be fixed by the Board of Directors.

### ARTICLE IV

Initial Capital. The amount of capital with which this corporation will begin business shall not be less than Five Hundred Dollars (\$500.00).

### ARTICLE V

Term of Existence. This corporation shall have perpetual existence.

### ARTICLE VI

Place of Business. The initial street address of the corporation shall be 2290 Premier Row, Orlando, Florida 32809,

but this corporation may establish and maintain its principal office and other offices at such other places in the United States of America, its colonies or dependencies and in any foreign country, as the Board of Directors may from time to time determine.

### ARTICLE VII

Number of Directors. The Board of Directors of this corporation shall consist of one or more Directors, the exact number of which shall be the number of Directors from time to time fixed by the Board of Directors or the stockholders in accordance with the By-Laws of the corporation. Directors, as such, shall receive such compensation for their services, if any, as may be set by the Board of Directors at an annual or special meeting. The Directors may authorize and require the payment of the reasonable expenses incurred by Directors in attending meetings of the Directors. Nothing in this Article shall be construed to preclude a Director from serving the corporation in any other capacity and receiving compensation therefor.

### ARTICLE VIII

Initial Board of Directors. The name and street address of each member of this corporation's first Board of Directors is as follows:

Nane

### William H. Dial

Richard F. Livingston

William B. Fader

### Fifth Floor First National Bank Bldg. 200 South Orange Avenue

Address

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200 South Orange Avenue Orlando, Florida 32802

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Fifth Floor First National Bank Bldg. 200 South Orange Avenue Orlando, Florida 32802

Orlando, Florida 32809

Frederick O. Britton, Jr.

### ARTICLE IX

Subscribers. The name and street address of the subscribers of these Articles of Incorporation is as follows:

### Name

### Address

2290 Premier Row

William H. Dial

Fifth Floor First National Bank Bldg. 200 South Orange Avenue Orlando, Florida 32802

-2-

Richard F. Livingston

Fifth Floor Pirst National Bank Bldg. 200 South Orange Avenue Orlando, Plorida 32802

William B. Fader

Fifth Floor First National Bank Bldg. 200 South Orange Avenue Orlando, Florida 32802

Frederick O. Britton, Jr.

2290 Premier Row Orlando, Florida 32809 

### ARTICLE X

Lost or Destroyed Certificates. Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the By-Laws of this corporation.

### ARTICLE XI

<u>Amendment</u>. 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 stockholders, and approved at a stockholders' meeting by a majority of the stock issued and entitled to be voted, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned have set their hands and seals and have acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 27<sup>th</sup> day of July, 1972.

H. DIAL SEAL VINGSTON (SEAL) 12. BRITTON, A FREDERICK δ. J.R. ١.

STATE OF FLORIDA COUNTY OF ORANGE

BEFORE ME personally appeared WILLIAM H. DIAL, RICHARD F. LIVINGSTON, WILLIAM B. FADER, AND FREDERICK O. BRITTON, JR., to me well known and known to me to be the individuals described in and who executed the foregoing Articles of Incorporation and acknowledged before me that they executed the same for the purposes therein expressed.

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WITNESS my hand and official seal in the County and State aforesaid this 27th day of July, 1972.

Danie NO

My Commission Expires: 2-3-74





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AT ORLANDO CORPORATION

### October 11, 1973

Corporations Division Department of State The Capitol Tallahassee, Florida 32304

RE: Amendment to Certificate of Incorporation--Pirst at Orlando Services? Inc.1:5459 \*\*\*\*15.62 a Florida Corporation

Gentlemen:

. .

Enclosed please find the following materials submitted for the purpose of amending the Certificate of Incorporation of First at Orlando Services, Inc., a Florida corporation:

1. CERTIFICATE OF INTENTION TO AMEND THE CERTIFICATE OF INCORPORATION OF FIRST AT ORLANDO SERVICES, INC., executed by all of the members of the Board of Directors and the sole shareholder of the Corporation;

2. Affidavit of Charles E. Harris concerning use of the name "Sun

Bank";

3. Check in the amount of \$25.00 made payable to the Department of State in payment of the \$15.00 filing fee pursuant to Section 608.05(2) (a) and in payment for one certified copy of the enclosed document submitted for filingpursuant to Section 608.05(2) (b); and

4. Extra copies of all documents submitted hereunder for by the Department of State and return to the undersigned.

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Please file the enclosed documents in order to effect the amendment to the AFE Certificate of Incorporation of First at Orlando Services. Inc. The purpose

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P. O. BOX 2848 / FIRST NATIONAL BANK BUILDING / ORLANDO, FLORIDA

### FIRST AT ORLANDO CORPORATION

**Corporations** Division

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Page 2

October 11, 1973

of this amendment, as indicated by the enclosed documents, is to change the name of the corporation from First at Orlando Services, Inc. to Sunbank Data Corporation. Please return the certified copy of the enclosed to the undersigned following the filing.

The amendment being effected by the enclosed documents is being made pursuant to Section 608.18(8), Florida Statutes.

Should you have any questions concerning the enclosed material or should any additional information be necessary, please call the undersigned collect (telephone (305)849-4524) at your earliest convenience.

Thank you for your continuing assistance.

Very/muly yours v C

Charles E. Harris General Counsel

CEH: nea

Enclosure

cc: Mr. R.F. Livingston Mr. Thornton H. Hough

### CERTIFICATE OF INTENTION TO AMEND THE CERTIFICATE OF INCORPORATION OF FIRST AT ORLANDO SERVICES, INC.

PURSUANT TO Section 608.18(8), Florida Statutes, the undersigned. being all of the members of the Board of Directors and the sole shareholder of FIRST AT ORLANDO SERVICES, INC., hereby depose and say:

1. That the undersigned WILLIAM B. FADER, R.F. LIVINGSTON, CHARLES E. LEGETTE, and THORNTON H. HOUGH represent all of the members of the Board of Directors of FIRST AT ORLANDO SERVICES, INC., a Florida corporation;

2. That the undersigned FIRST AT ORLANDO CORPORATION, a Florida corporation and a registered bank holding company, owns all of the issued and outstanding stock of said FIRST AT ORLANDO SERVICES, INC. and, as such, is the sole shareholder of the latter corporation;

3. That the undersigned members of the Board of Directors and sole shareholder of FIRST AT ORLANDO SERVICES, INC. hereby manifest their intention that Article I of the Certificate of Incorporation of FIRST AT ORLANDO SERVICES, INC. be amended to change the name of said Corporation to SUNBANK DATA CORPORATION, and that said Directors and the sole shareholder hereby unanimously ratify and approve the following Resolution:

RESOLVED, that subject to the filing of the necessary documents with the Florida Department of State, Article I of the Certificate of Incorporation of this Corporation be amended to change the name of this Corporation from First at Orlando Services, Inc. to Sunbank Data Corporation, so that such Article I shall read:

"Article I. The name of this corporation is:

Sunbank Data Corporation"

FURTHER RESOLVED, that the President and Secretary of this Corporation be and hereby are authorized and directed to prepare and execute all necessary documents in connection with this name change and amendment to the Certificate of Incorporation of this Corporation.

4. That, as a registered bank holding company, FIRST AT ORLANDO CORPORATION controls a majority of the common stock of thirty-four (34) bank subsidiaries which include the phrase "SUN BANK" in their legal titles as well as all of the issued and outstanding stock of SUNBANK MORTGAGE COMPANY, a

Florida corporation;

5. That FIRST AT ORLANDO CORPORATION has registered the

logo and design "SUN BANK" as a Service Mark with the Florida Department of

State;

6. That FIRST AT ORLANDO CORPORATION has caused to be incorporated a Florida Corporation known as SUN BANKS OF FLORIDA, INC., for the purpose of preserving the "SUN BANK" name; and

7. That said FIRST AT ORLANDO CORPORATION has no objection to the corporate title proposed to be used by FIRST AT ORLANDO SERVICES, INC. in this Certificate of Intention. FURTHER such parties saith not.

IN WITNESS WHEREOF, the undersigned members of the Board of Directors and the sole shareholder of FIRST AT ORLANDO SERVICES, INC. have set their hands and seals and caused these presents to be executed this day of October, 1973.

MEMBERS OF THE BOARD OF DIRECTORS OF FIRST AT NDO SERVICES, DIG: (SEAL) WILLIAM B- FADER Chairman (SEAL) R.F. LIVINGSTON Director (SEAL) CHARLES LEGETTE Director

(SEAL) THORNTON H. HOUGH Director

(CORPORATE SEAL) Attest Male MACDONELL Secretary

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FIRST ANDO CORPORATION AT B F. LIVINGSTON resident

I, JOSEPH T. PALMESE, hereby certify that I am Secretary of FIRST AT ORLANDO SERVICES, INC. and that the above signed Directors represent all of the members of the Board of Directors of said FIRST AT ORLANDO SERVICES, INC. and that FIRST AT ORLANDO CORPORATION owns all of the issued and outstanding stock of said FIRST AT ORLANDO SERVICES, INC.

(SEAL) JOSEPH/T, PALMESE Sécretary

STATE OF FLORIDA COUNTY OF ORANGE

BEFORE ME personally appeared WILLIAM B. FADER, R.F. LIVINGSTON, CHARLES E. LEGETTE, THORNTON H. HOUGH, and JOSEPH T. PALMESE, to me well known and known to me to be the individuals described in and who executed the foregoing document and acknowledged before me that they executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State

aforesaid this <u>17</u> day of October, 1973.

CHARLES E. HARRIS Notary Public

My Commission Expires: Notery Public, State of Fields at Large My Commission Expires Dec. 21, 1978 Bonded by American Fire & Casualty Co.

RICHARD (DICK) STONE	State of Florida		
The Capitol Tallahassee, Florida 32304	Department of State		
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(Officers Names) 4. (a) Frederick O. Britton	(Title) 1, Jr. President 2290 Prer		
(b) <u>Richard L. Jones</u>	1, Jr. President 2290 Prer Vice President 2290 Prer		i
(c) Joseph T. Palmese	Secretary/Treas 2200 Pren		
(d)			
(Directors, Trustees, Managers)	(Street Addr		
(b) William B. Fader	200 S. Orange Aven 200 S. Orange Aven		
(c) Richard L. Livingsto	200 S. Orange Aven n 200 S. Orange Aven		
<sup>(d)</sup> Frederick O. Britton.	Jr. 2290 Premier Row	Orlando Florida	•
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ite of Florida, as its agent to accept service of process within	n this state.
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lones, Richard L Vice President	2290 Premier Row, Orlando, Fl. 32809 r 2290 Premier Row, Orlando, Fl. 32809
Palmese, Joseph T Secretary-Treasure	P ZZ40 Premier Now, Griando, Fri Seco,
DIRECTORS:	SPECIFIC ADDRESS
Portner, Fred E.	200 S. Orange Avenue, Orlando, Fl. 32801
Fader, William B.	200 S. Orange Avenue, Orlando. Fl. 32801
Livingston, Richard L.	200 S. Orange Avenue, Orlando, Fl. 32801
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Jack B. Carr		2290 Premier		Orlando, Fl	· · · · · · · · · · · · · · · · · · ·	VP
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Wendell H. Conaway 120 So. Ridgewood Avenue Daytona Beach, Florida 32015 Director

Lewis J. Dunn 825 Broadway Dunedin, Florida 33528 Director

SEE	IMPORT	ANT E	DISSOLUTION	NOTICE		DIDE		
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u. Names and Street Addresses of Each	Officer and I	Олестоя			-19:03208		1976	
Namer of Officers and Directors	Title	Director	Street 4	ouress of Ea	<u>cn</u>			
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BRUGR, ROBERT 1 JR.	CHES	<u>×</u>	2290 PREH	IER RO	<u>w</u>	ORLANDO	e FL	
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JOSEPH T. PALMEGE			SECRETARY - T	REASURE	R	(305) 849-42		
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CORPORATION ANNUAL REPORT 1977 (CONT.) DECEMBER 31, 1976 PAGE TWO

BOARD OF DIRECTORS (CONT.)

DUNN, LEWIS J.	DIR	S25 BROADWAY	DUNEDIN, FL
LEGETTE, CHARLES E.	DIR	1501 N.E. 26TH ST	FT LAUDERDALE, FL
MATHEWS, R. D.	DIR	211 SILVER SPRINGS BLV	D OCALA, FL

ALL OF THE ABOVE LISTED AT DIFFERENT ADDRESSES, OTHER THAN 2290 PREMIER ROW, OR 200 S. ORANGE ARE ON THE BOARD OF DIRECTORS AND THE MEETINGS ARE HELD AT 200 S. ORANGE AVENUE, ORLANDO, FLORIDA.

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	DEPARTMENT O	FSTATE	TALLAHASSEE, FLORIDA	
Certificate Designating Within This State, Nam and Addresses of the O	ing Agent upon Whom	n Process May B	e Served and Names	
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The following is Florida Statutes:	submitted, in compli :	iance with Chapt	er 48.091,	
· · · · · · · · ·	SUNBANK DATA	CORPORATION	·	
a corporation organize	d under the laws of t	he State of	Florida	
with its principal offic	e at <u>2290 Premier Ro</u>	owin tl	he city of <u>Orlando</u> ,	
County of Orange				
Charles E. Harris		,		
		•	of <u>Florida</u>	
as its agent to accept s	service of process wi	thin this state.		
Officers:				
Name	Title	Specific	e Address	
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Directors:		Specifi	c Address	
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(Resident Agent)

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Names and Street Addresses of Each	Officer and Di	nector					
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William B. FaderDirector200 So. Orange Ave., Orlando, FloridaLewis J. DunnDirector825 Broadway, Dunedin; FloridaR. D. Mathews, Jr.Director211 Silver Springs Blvd., Ocala, FloridaWendell ConawayDirector120 S. Ridgewood Av., Daytona Beach, IFrederick O. BrittonDirector200 So. Orange Ave., Orlando, FloridaCharles E. LeGetteDirector1501 N.E. 26th St., Ft. Lauderdale, FHans W. TewsDirector200 So. Orange Ave., Orlando, Florida	Names of Officers and Directors	Title	Address
Lewis J. DunnDirector825 Broadway, Dunedin; FloridaR. D. Mathews, Jr.Director211 Silver Springs Blvd., Ocala, FlorWendell ConawayDirector120 S. Ridgewood Av., Daytona Beach, IFrederick O. BrittonDirector200 So. Orange Ave., Orlando, FloridaCharles E. LeGetteDirector1501 N.E. 26th St., Ft. Lauderdale, FHans W. TewsDirector200 So. Orange Ave., Orlando, FloridaCharles E. HarrisDirector200 So. Orange Ave., Orlando, FloridaLeighton F. JohnsonDirector60 N.W. 12th Ave., Miami, FloridaRobert M. Brice, Jr.Director & PresidentJack B. CarruthersDirector & Vice President & General ManagerJoseph PalmeseVice President2290 Premier Row, Orlando, FloridaJoseph PalmeseVice President	Joel R. Wells, Jr.	Director	200 So. Orange Ave., Orlando, Florida
R. D. Mathews, Jr.Director211 Silver Springs Blvd., Ocala, FlorWendell ConawayDirector120 S. Ridgewood Av., Daytona Beach, IFrederick O. BrittonDirector200 So. Orange Ave., Orlando, FloridaCharles E. LeGetteDirector1501 N.E. 26th St., Ft. Lauderdale, FHans W. TewsDirector200 So. Orange Ave., Orlando, FloridaCharles E. HarrisDirector200 So. Orange Ave., Orlando, FloridaLeighton P. JohnsonDirector60 N.W. 12th Ave., Miami, FloridaRobert M. Brice, Jr.Director & PresidentJack B. CarruthersDirector & Vice President & General ManagerJoseph PalmeseVice President2290 Premier Row, Orlando, Florida	William B. Fader	Director	200 So. Orange Ave., Orlando, Florida
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2290 Premier Row, Orlando, Florida		· ·	2290 Premier Row, Orlando, Florida
	Joseph Palmese	Vice Pres	ident
Richard M. Morrison Vice President Marketing		· · · ·	2290 Premier Row, Orlando, Florida
	Richard M. Morrison	Vice Pres	ident Marketing
2290 Premier Row, Orlando, Florida			2290 Premier Row, Orlando, Florida

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## Corp-48 NO. J. 4-06267 <u>SUNBANK DATA CORPORATION</u> Capital Stock, \$ 20,000 shs\_com @ \$1.00 <u>Principal Office</u> Orlando Filed 8/4/72 Filed By Original name: FIRST AT ORLANDO SERVICES, INC (a) Amend auth pres name filed 10/16/73

THE FIL	ING FE	E FOR THE 1979 ANNUAL R	EPORT	IS \$10.
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Duto incorporated or Qualified To Do Business in Florida		4. Federat Employor togentification Number. (FEIN) 59-140	16268	5. Date cl Last Recort 1978
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Names of Officors and Directors	7,114	Street Aduress of Each Cificer and Director (Do NOT Use Post Office Box Num		City and State
Butler, Donovan W. BROOSGOBOBORCOSCOURAX	P/D Mi	2290 PREMIER ROW		ORLANDO, FL
CARRUTHERS, JACK B	D	2290 PRENIER ROW		ORLANDO, FL
PALMESE, JOSEPH T	SIV.	2290 PREMIER ROW		ORLANDO, FL
FADER WILLIAM B	0	200 S ORANGE AVE		ORLANDO, FL
BRITTON, FREDERICK O	0	200 S ORANGE AVE	• • •	ORLANDO, FL
HARRIS, CHARLES E.	D	200 S ORANGE AVE		ORLANDO, FL
Registered Agent Information				I you wish to change Registered Agent on this form, onter all new information below.
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I Certify That I Am An Officer of the I This Report as Required by Chapter E This Report Shall Have the Same Log	Corporatio 07 F.S. 1	further Certify, That I Understand My	eo io Er	
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Name of Officers and Directors	Title ·	Address
Wendell H. Colson	Director	515 W. Main St., Leesburg, Fl.
Henry C. Coleman, Jr.	Director	220 S. Ridgewood, Ave., Daytona Beach, Fl.
Lewis J. Dunn		825 Broadway, Dunedin, Pl.
P. Eston Fain, Jr.	Vice President	2290 Premier Row, Orlando, Pl.
Frank E. Garland	Comptroller	2290 Premier Row, Orlando, Fl.
Charles E. LeGette	Director	1501 N.E. 26th St., Fort Lauderdale, Fl.
John A. Levinson	Vice President	2290 Premier Row, Orlando, Fl.
Richard G. Morrison	Vice President	2290 Premier Row, Orlando, Fl.
Hans W. Tews		200 S. Orange Ave., Orlando, Fl.
Joel R. Wells, Jr.	Director	200 S. Orange Ave., Urlando, Fl.

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HARRIS, CHARLES E.				Registered Office a separate statement signed by the new Registered Agont and			
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RLANDO, FL			a fee c	" Dmc	6/30/20		
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Certify That I Am An Officer of the Co	rporation,	, the Receiver or Trustee Empowered	d to Exec	ute This Report as			
507 F.S. I further Certify That I Undersi ed Name of Signing Officer	and My S	ignature On This Report Shall Have This	the Sam	e Legal Effects As Telephone R			
E. Frank Garland		Comptroller &	Secret		9-9360 Ext.		
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### SUNDANK DATA CORPORATION OFFICERS AND DIRECTORS AS OF 5/30/80

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Orlando, Florida Miami, Florida Orlando, Florida Orlando, Florida Orlando, Florida Orlando, Florida Orlando, Elorida Orlando, Florida Orlando, Florida St. Petersburg, Fla. Orlando, Florida

Ame 6/30/80

06261 CHANGE OF REGISTERED AGENT

ELED Jul 17 2 00 PH \*8 SECRETARY UF STATE TALLAHASSEE, FLORIDA

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Sunbank Data Corporation (a)

2290 Promier ROW (b) Orlando, Florida 32809

Fifth Floor, 200 S. Orange Ave (C) Orlando, Fla.

Charles E. Harris (d)

R. Mack Rudisill, Jr., whose address is 200 S. Orange (e) Avenue, Orlando, Florida 32801

(f) The street address of the Corporation will not change, but will remain 2290 Premier Row, Orlando, Florida 32809.

Such change has been authorized by an officer of the Corporation so authorized by the Board of Directors. {g}:

Sunbank Data Corporation

By: Donovan W. Butler

president ~

Date: <u>M oy 72, 1981</u>

Acknowledgment

I acknowledge that I will faithfully perform the obligations of the registered agent in accordance with Florida Statute Ch. 49:091.

RM Phasel

R. M.N.

DUE DATE ON OR AF	TER JAN	UARY I AND ON OR BEFOI	AE JULY	1 OF EACH YEAR		
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OUNCAN JR. BUELL G.	n	200 S CRANGE AVE	<b>.</b>	ORLANDO, EL		
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Fain Jr., P. Eston	<u> </u>	2290 Premier Row				
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HARTISTICHARLESERI	sign	ed by money registered Agent br				
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ORLANDO, FL			an and the state	de of this form.		
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I Certify That I Am An Officer of th	e Corporal derstand M	ty Signature On This Report Shall I	lave the S	Telephone Number		
Trate Name of Signing Offices		Comptroller & Se				
Edgar F. Garland		Lomptroller a Se	<u>er</u> e'ebt			
signature of the A.	0		=	6/26/81		
coon 7. Querau	104					
CHANGE OF REGISTERED AGENT JUL ER 11 43 AM

- (a) Sunbank Data Corporation
- (b) 2290 Premier Row -Orlando, Florida 32809
- (c) N/A
- (d) Charles E. Harris
- R. Mack Rudisill, Jr., whose address is 200 S. Orange (e) Avenue, Orlando, Florida 32801 🔬 🕤
- The street address of the Corporation will not change, but (E) will remain 2290 Premier Row, Orlando, Florida 32809.
- Such change has been authorized by an officer of the (g) Corporation so authorized by the Board of Directors.

Sunbank Data Corporation

FILED

By: Donovan W. Butler

President

Date:

May 26, 1981

#### Acknowledgment

I acknowledge that I will faithfully perform the ooligations of the registered agent in accordance with Florida Statute Ch. 48.091.

R. M. Andenell H. Rudisill, Jr.

Date: \_\_\_\_\_ Pune \$ 1981

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## SUNBANK DATA CORPORATION OFFICERS AND DIRECTORS AS OF 5/30/82

СН Butler, Donovan W. Lovvorn, Jr., Homer B. P/0 D Colson, Wendell H. Duncan, Jr., Buell G. D D Rusisill, Jr., R. Mack Snelling, George A. Tews, Hans W. Fain, Jr., Plennie E. Kamm, Lowell A. Garland, Edgar F. Barlow, Conrad R. Borsett, Walter J. Brand, George E. Hacker, Bruce A. Haynes, Thomas R. Hurst, Billy D. Hutto, John E. Jones, Richard L. McFee, Edward E. Michael, Donald E. Morrison, Richard G. Mosher, Donald R. Niederkorn, Jeffrey R. Sobolewski, Robert S. Tiller, Jr., Louis S. Tillotson, Danny R. Walls, Rita T.

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Orlando, Florida Ft. Lauderdale, Florida Miami, Florida Orlando, Florida Miami, Florida

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MERGER + NAME CHANGE PROFIT CORPORATION

# CENTURY COMPUTER SERVICES, INC. (Charter #436902)

# SUNBANK DATA CORPORATION

-----and changing name to-----

----- merging into-----

# New Name: SUNBANK SERVICE CORPORATION

Surviving Charter Number: 406267

Filing Date: December 30, 1982, effective December 31, 1982-

406267 12/3008

MAGURIE, YOORINS & WELLS, P. A. Altomays at Law DELANCO FLORIDA 32801 WINTER PARK, FLORIDA 3278 FINDERLY & FORMA STANTON C BAGNIN CHARLES W. ASSOTT HIDANDA FRANSS THE HAS RALLEN J. JOAQUIN PRAFLERS ANEA CODE 305 + TELEPHONE 843-4481 WILLIAM A BATTAGLIA NOBERT O HENPT DAVID R. BEST HOBERT N. BLACKFOND MAILING ACCRESS P. D. BOR 633 + DRLANDO, FLORIDA 32808 JONATHAN D NICH GEOFTREY D PHOEP TELES, 66-746) MY & WORL TED R. BROWN 1.17 JAHES E.L.OLAT WANCA LIBROWN ... MICHAEL J. SHEAMAN J. LINDSAY BUILDER. JP. December 29, 1982 THOMAS B. SHITH W, HICHAEL CLIFFORD BIERNEN W. SHIVELT PLICE J. FIDER. T BAN C. STEPHENS. III : • SCOTT J. JOHNSON FRANK W. WOLFF HATHER P. HAQUIRE, JR. CARL D. NOTES A. GUT NEFT SELOY W. BULLIVAN JAMES E. SLATER A.F. MASUIAE CARO-1980 N. H. YOOBHIS 4889-1373 · C 🔅 🖓 LARRY J. TOWNSEND H.W. WELLS LODI-1000 CHRISTOPHER J. WEISS . R. HELLS C. T.Y. MICHAEL G. WILLIAMSON WILLIAM B. WILSON. LEIGHTON D. TATES. JR. JR. 13. Corporate Records Bureau R. Mari 121 Division of Corporations C. CUPPE\_\_\_\_/S Department of State .... 6051 / 1/GB/FE . -30... P. O. Box 6327 03d . 14 Tallahassee, FL 32301 R. BARK Articles of Merger Merging; Century Computer Services, Inc. into Sunbank Data Corporation and Changing the Corporate RE: Name of the Surviving Corporation to Sunbank Service Corporation 5451 1/63/83 Gentlemen: WALK III - WILL I have enclosed herewith the following: 03E Executed Articles of Merger dated December 22, 1982 PICKED 30miN., 1. for the purpose of merging Century Computer Services, Inc. into Sunbank Data Corporation to become effective, merger E name ch Las provided in Section Eight of the Plan of Herger which is incorporated by reference as Exhibit  $\lambda$ , as of December 31, 1982 or the date on which the Articles of Merger are filed with the Florida Department of State, whichever is later. Please file the enclosed **EFFECTIVE DATE** Articles of Merger immediately upon their receipt 12-31-82 in order to have the merger become effective as of December 31, 1982. An additional executed copy of the Articles of Merger to be certified and returned to the under-Availability 2-30 signed. Our firm check in the amount of \$45 (\$15 for each Decument of the two parties to the merger and \$15 for the certified copy) in payment of the required filing Examiner fees. You will note as provided in Section Three of Gedater the incorporated Plan of Merger, that the authorized D capital stock of the surviving corporation will 10.00.01 Verdyer / TIKI continue unchanged while the authorized capital Acknowledithmen 

Corporate becords Bareau Division of Corporations December 29, 1982 Page Two

stock of the absorbed corporation will be canceled as a result of the morger.

Letter from the undersigned to the Florida Department of State dated November 5, 1982 indicating the Department's receipt thereof and reservation of the corporate name Sunbank Service Corporation as of November 8, 1982.

Your assistance in assuring the immediate filing of the enclosed Articles of Merger and, hence, the effectiveness of the merger as of December 31, 1982 will be appreciated. Please call me if you have any questions in connection with this filing.

Sincerely yours, ¢KFORD

RNB/mlp

Enclosures

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# MAGUIRE, VOOHIIIS & WELLS, P. A.

CHARLES W. ARROTT-THOMAS R. ALLEN ROHERT N. OLACKFORD TED A. BROWN WANDA L. BROWN J. LINDBAT BUILDER, JR. -W. HICHAEL CLIFFORD PETER J. FIDEB. T GENE N. GODBOLD SCOTY J. JOHNSÓN NAYMER F. NAGUIRE, JR. CARL D. HOTES JANES EI BLATER SELDT W. SULLIVAN CHRISTOPHER L. WEISS LEIGHTON D. TATES, JR. WILLIAM B. WILSON

APEA CODE 308 - TELEPHONE 843-4481 MAILING ADDRESSIP. G. BOA 633 - GRUANCO, FLORIDA SPACE TELER: 88-7481 MY & W DPL

1982 NAME HAS BEEN RESERVED FOR 120 DAYS \$5 RECEIVED. IF SOMEONE ELSE WILL BE SUBMITTING THE DOCUMENTS FOR FILING THEY MUST BE ACCOMPANIED BY A LETTER OF RELEASE OR CONSENT FOR USE OF THIS NAME RESERVATION.

Freida Chesser

(904) 488-9260 ... 6. 3517 11/437/17

J. JOAQUIN FRAAEDAD BOBERT D. MENRY JONATHAN D. RICH BEDYFREY D. RINGER JAMES E. L. BEAT 

STEPHEN W. SHIVELY

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- R. F. NAQUIAE 9890-1660 J. R. WELLS 0403-1903

Corporate Records Bureau Division of Corporations Department of State P. O. Box 6327 Tallahassee, PL 32301

Reservation of Corporate Name R. 20043 Sunbank Service Corporation RE:

Gentlemen:

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Sec.

Please reserve the corporate name "Sunbank Service Corporation" for a period of 120 days in the manner contemplated by Florida Statute Section 607.027. The reserved name is intended for use by our client, Sun

Banks of Florida, Inc., for a future merger and name change of its presently existing wholly-owned subsidiary, Sunbank Data Corporation.

Please find enclosed our firm check in the amount of \$5.00 in payment of the filing fee specified in Florida Statute Section 607.361(3). I would appreciate it if your would note the fact the above corporate name has been reserved on the enclosed copy of this letter and return it to me at your earliest convenience.

Thank, you for your cooperation.

2 For For No. 12 27 | Prision Sevalu ie li RNB/mlp

Sincerely yours,

ROBERT N BLACKFORD-

Enclosures

CC: Timothy W. Callahan Senior Bank Counsel, Sun Banks of Florida, Inc. a an tha chaile

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TALLAHASSEE: FLORIDA

SECRETARY DE STATE

# 12-31-82

# ARTICLES OF MERGER

Pursuant to the provisions of Section 607.224 of the Florida General Corporation Act, the undersigned corporations adopt the following articles of merger for the purpose of merging Century Computer Services, Inc. into Sunbank Data Corporation and amending the Articles of Incorporation of the surviving corporation to change its corporate name to Sunbank Service Corporation:

1. The Plan of Merger attached to these Articles of Merger as Exhibit "A" hereto and incorporated by reference herein was approved by the shareholder of each of the undersigned corporations in the manner prescribed by the Plorida General Corporation Act.

2. The Plan of Merger referred to in Paragraph 2 above was adopted by consent in writing of the holder of one hundred percent (100%) of the outstanding shares of Century Computer Services, Inc. on December 20, 1982, and by the consent in writing of the holder of one hundred percent (100%) of the outstanding shares of Sunbank Data Corporation on December 20, 1982. Each of the aforesaid consents was given in accordance with the provisions of Section 607.394 of the Florida General Corporation Act.

3. As set forth in Section 7 of the Plan of Merger the effective date of the merger shall be the date on which these Articles of Merger are filed by the Florida Department of State or December 31, 1982, whichever is later.

Dated December 11, 1982.

(CORPORATE SEAL)

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Jame's M.	Dunne, President	
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Son	all K Changel	

CENTURY COMPUTER SERVICES, INC.

Donald R. Chancey, Secretary

SUNBANK DATA CORPORATION

Homer B. Louven Jr.

President

Edgar F. Garland, Secretary

(CORPORATE SEAL)

STATE OF FLORIDA ) COUNTY OF ORANGE )

Before me the undersigned authority, personally appeared James M. Dunne, who is to me well known and known to be the President of Century Computer Services, Inc., and who subscribed the above Articles of Merger and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Orlando, in said County and State, this day of December, 1982. FORT LAUDER DAVE

(NOTARY SEAL)

STATE OF FLORIDA

My Complision Expires NOTARY FUELIC LIFTE OF FLOFIDA NY COMMISSION EXPIRES AFR 2 1936 BONDED THEU GENTRAL 2NS. UND.

STATE OF FLORIDA

COUNTY OF ORANGE

Before me the undersigned authority, personally appeared Homer B. Lovvorn, Jr., who is to me well known and known to be the President of Sunbank Data Corporation, and who subscribed the above Articles of Merger and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Orlando, in said County and State, this  $\underline{\mathcal{AO}}$  day of December, 1982.

Charley & Blasta

(NOTARY SEAL)

NOTARY PUBLIC STATE OF PLORIDA My Commission Expires:

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# FILED

# PLAN OF HERGER

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# SECRETARY OF STATE TALLAHASSEE, FLORIDA

Plan of Merger dated December 22, 1982, between Sunbank Data Corporation, hereinafter sometimes called the surviving corporation, and Century Computer Services, Inc., hereinafter called the absorbed corporation.

#### STIPULATIONS

A. Sunbank Data Corporation is a corporation organized and existing under the laws of the State of Florida, with its principal office at 2290 Premier Row, Orlando, Florida.

B. Sunbank Data Corporation has twenty thousand authorized shares of One Dollar (\$1.00) par value common stock of which 10,000 shares are issued and outstanding.

C. Century Computer Services, Inc. is a corporation organized and existing under the laws of the State of Florida with its principal office at 25 South Andrews Avenue, Ft. Lauderdale, Florida.

D. Century Computer Services, Inc. has a capitalization of 10,000 authorized shares of One Dollar (\$1.00) par value common stock of which 2,500 shares are issued and outstanding.

E. The respective boards of directors of the surviving corporation and the absorbed corporation, hereinafter sometimes called collectively the constituent corporations, deem it desirable and in the best business interests of the constituent corporations and their common parent corporation, Sun Banks of Florida, Inc., the holder of 100% of the outstanding shares of each of the constituent corporations, that Century Computer Services, Inc. be merged into Sunbank Data Corporation pursuant to the provisions of Section 607.214 et seq. of the Florida General Corporation Act.

F. In consideration of the mutual covenants, and subject to the terms and conditions hereinafter set forth, the constituent corporations agree as follows:

#### Section One. Merger.

Century Computer Services, Inc. shall merge with and into Sunbank Data Corporation, which shall be the surviving corporation.

# Section Two. Terms and Conditions.

On the effective date of the merger, the separate existence of the absorbed corporation shall cease, and the surviving corporation shall succeed to all the rights, priviledges, immunities and franchises, and all the property, real, personal and mixed of the absorbed corporation, without the necessity for any separate transfer. The surviving corporation shall thereafter be responsible and liable for all liabilities and obligations of the absorbed corporation, and neither the rights of creditors nor any liens on the property of the absorbed corporation shall be impaired by the merger.

## Section Three. Cancellation and Survival of Shares.

The manner and basis of cancellation of the shares of the absorbed corporation and survival of the shares of the surviving corporation is as follows:

(a) Each share of the One Dollar (\$1.00) par value common stock of Century Computer Services, Inc. issued and outstanding on the effective date of the merger shall be cancelled in consideration of the assumption by the surviving corporation of all of the assets and liabilities of the absorbed corporation as provided in Section Two hereof and the only shares of the surviving corporation outstanding immediately following the merger shall be the shares provided for in paragraph (b) of this Section Three.

(b) Each share of the One Dollar (\$1.00) par value common stock of Sunbank Data Corporation issued and outstanding on the effective date of the merger shall survive the merger and remain outstanding and as a share of the surviving corporation.

#### Section Four. Changes in Articles of Incorporation.

The Articles of Incorporation of the surviving corporation shall continue to be its Articles of Incorporation following the effective date of the merger provided, however, that its Articles of Incorporation following the effective date of the merger are hereby amended and changed as follows:

Article I of the Articles of Incorporation as hereby amended to read as follows:

# ARTICLE I

# Name. The name of this corporation is:

#### SUNBANK SERVICE CORPORATION.

#### Section Five. Changes in By-Laws.

The By-Laws of the surviving corporation shall continue to be its By-Laws following the effective date of the merger changed only insofar as is necessary to note the change in corporate name referred to in Section Four above.

#### Section Six. Directors and Officers.

The directors and officers of the surviving corporation on the effective date of the merger shall continue as the directors and officers of the surviving corporation for the full unexpired terms of their offices and until their successors have been elected or appointed and qualified.

# Section Seven. Approval by Stockholder.

This plan of merger shall be approved by the holder of all of the outstanding shares of the constituent corporations in the manner provided by the applicable laws of the State of Florida on or before December 24, 1982.

## Section Eight. Effective Date of Merger.

The effective date of this merger shall be the date when articles of merger are filed by the Florida Department of State or December 31, 1982, whichever is later.

## Section Nine. Abandonment of Merger.

This Plan of Merger may be abandoned by action of the board of directors of either the surviving or the absorbed corporation at any time prior to the effective date if the merger is not approved by the holder of all of the outstanding shares of both the surviving and the absorbed corporation on or before December 24, 1982.

## Section Ten. Execution of Agreement.

This Plan of Merger may be executed in any number of counter-

-3-

parts and each such counterpart shall constitute an original instrument.

Executed on behalf of the parties by their officers, sealed with their corporate seals, and attested by their respective secretaries pursuant to the authorization of their respective boards of directors on the date first above written.

SUNBANK DATA CORPORATION

## -- (CORPORATE SEAL)

tomes B. Lourse Homer B. Lovvorn, Jr.

President

Edgar F. Garland, Secretary

CENTURY COMPUTER SERVICES, INC.

22 3-27.

James M. Dunne, President

X Chance Donald R. Chancey, Secretary

(CORFORATE SEAL)

...

AIN JR, PLENNIE E OFV 7200 LAKE ELLENOR DRIVE ORLANDO, FL 000 UTLER, DONOVAN W C 200 S ORANGE AVENUE ORLANDO, FL 000 OLSON, WENDELL N D 200 S ORANGE AVENUE ORLANDO, FL 000 UNCAN JR, BUELL G D 200 S ORANGE AVENUE ORLANDO, FL 000		an an Ionachta an 1920 Anns	••• •	; ·	- APPREMENT -	•••••·	
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MERGER FLAGSHIP SERVICES CORPORATION, a Florida Corporation

(Charter #506436)

------Merging into-----

SUNBANK SERVICE CORPORATION, a Florida Corporation (Charter #406267)

Filing Date: December 30, 1983, Mffective January 1, 1984

Surviving Charter # 406267



Entering to California Convertigence Colonae · . · . . .

. . . .

December 23, 1983

# HAND DELIVERY PERSONAL AND CONFIDENTIAL

Mr. Dana W. McKinnon Director. Division of Corporations Room 2001 The Capitol Tallahassee, Florida 32301

Rei Merger of Flagship Services Corporation into Sunbank Service Corporation to be effective on January 1, 1984 as indicated in (4) below

-06267

Gentlemen:

· ; ,

On behalf of Sunbank Service Corporation please find enclosed:

- (1) Executed Articles of Merger pursuant to which Flagship Services Corporation is merged into Sunbank Service Corporation pursuant to Section 607.224 of the Florida General Corporation Act. The Articles of Merger have attached thereto, as Exhibit A, an executed Plan of Merger.
- An additional executed duplicate original of Item (1) (2) above to be certified and returned to the undersigned.
- (3) A check in the sum of \$270.00 covering fees and taxes as Tollows:
  - (a) \$15.00 fee for each party to the merger .. \$30.00
  - (b) \$15,00 fee for certified copy of Articles, etc. ..... \$15.00

increase in the preferred stock (\$1.00 par value per share

shares to 150,000 shares of

previously authorized by Flagship Services Corporation) from 75,000

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<b>C</b> . CO)	9	15.	
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6.5050 (c) \$225.00 for tax covering the A. (1.877)

P.O. Box 2848 / Orlando, Florida 32802 / (305) 237-4599 (305)

Florida Department of State December 23, 1983 Page Two

> > Total ..... \$270.00

(4) Please file the Articles on Friday, December 30, 1983 <u>immediately after</u> the merger documents relating to the merger of Flagship Banks Inc. into Sun Banks, Inc. are filed. You will observe that as provided in paragraph 3 of the enclosed Articles of Merger (and Section 8 of the Plan of Merger) the merger covered by these documents is to become <u>effective immediately after</u> the merger of Flagship Banks Inc. into Sun Banks, Inc. becomes effective at 12:01 a.m. on January 1, 1984. If for some unforeseen reason the Flagship Banks Inc. -Sun Banks, Inc. filing or the effective date of that merger is delayed, the filing or effective date of the subject merger should be correspondently delayed.

If there are any questions or suggestions regarding the filing of these Articles, the effective date or with respect to the computation of the filing fees, please call the undersigned, collect at (305) 237-4599.

Sincerely,

Timothy W. Callahan

TWC/rf

#### ARPICLES OF MUBBER

5 A.E.D

Pursuant to the provisions of Suction 607.254 of the Plurida General Corporation Act, the understyned corporations along the following Articles of Merger for the purpose of intry Fieldship Services Corporation into Sunbank Service Corporation and amending the Articlus of Incorporation of the surviving corporation to change its authorized Capital Stocki

1. The Plan of Merger attached to these Articles of Merger as Exhibit "A" hereto and incorporated by reference herein was approved by the shareholders of each of the undersigned corporations in the manner prescribed by the Florida General Corporation Act.

2. The Plan of Mergar referred to in Paragraph 1 above vis adopted by consent in writing of the holder of one hundred percent (100%) of the outstanding common shares of Flagship Services Corporation as of December 23 , 1983 and by the consent in writing of the holder of one hundred percent (100%) of the outstanding shares of Sunbank Service Corporation as of <u>December 23</u>, 1983. Each of the aforesaid consents was given in accordance with the provisions of Section 607.394 of the Florida General Corporation Act.

3. As set forth in Section 8 of the Plan of Merger the effective date of this merger shall be the later of the following dates: (i) the date these Articles of Merger are filed by the Florida Department of State; (ii) January 1, 1984, or (iii) the effective date of the merger of Flagship Banks Inc. into Sun Banks, Inc. under the Florida General Corporation Act provided such date occurs within 90 days of (i) above.

Dated December 23 , 198\_.

(CORPORATE SEAL)

(CORPORATE SEAL)

FLAGSHIP SERVICES CORPORATION

Norman S. Himes, President

Barbara A. Diamond, Secretary

SUNBANK SERVICE CORPORATION

Fromes B. Lower President

Homer B. Lovvorn,

STATE OF FLORIDA

COUNTY OF ORANGE

Before me the undersigned authority, personally appeared Norman S. Himes , who is to me well known and known to be the President of Flagship Services Corporation, and who subscribed the above Articles of Merger and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Orlando, in said County and State, this 23rd day of December \_\_\_\_\_, 1983.

(NOTARY SEAL)

NOTARY PUBLIC ( STATE OF PLORIDA

My Commission Expires:

STATE OF PLORIDA COUNTY OP ORANGE

Before me the undersigned authority, personally appeared <u>Homer B. Lovvorn</u>, who is to me well known and known to be the President of Sunbank Service Corporation, and who subscribed the above Articles of Merger and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Orlando, in said County and State, this <u>23rd</u> day of <u>December</u>, 198<u>3</u>.

(NOTARY SEAL)

NOTARY STATE OF FLORIDA

My Commission Expires:

#### Exhibit "A"

#### PLAN OF MERGER

Plan of Merger dated as of December 23 1983, between Sumbank Service Corporation, hereinafter sometimes called the surviving corporation, and Fiagship Services Corporation, hereinafter sometimes called the absorbed corporation.

#### STIPULATIONS

A. Sunbank Service Corporation is a corporation organized and existing under the laws of the State of Florida, with its principal office at 2290 Premier Row, Orlando, Florida.

B. Sunbank Service Corporation has twenty thousand authorited shares of One Dollar (\$1.00) par value common stock of which 10,000 shares are issued and outstanding.

C. Flagship Services Corporation is a corporation organized and existing under the laws of the State of Florida with its principal office at 5404 Hoover Boulevard, Tampa, Florida.

D. Flagship Sarvices Corporation has a capitalization of 500 authorized shares of One Dollar (\$1.00) par value common stock all of which are issued and outstanding; and 75,000 authorized shares of One Dollar (\$1.00) par value preferred stock of which 59,500 shares are presently issued and outstanding, but all of which will be redeemed and cancelled on or prior to the effective date of the merger.

E. The respective boards of directors of the surviving corporation and the absorbed corporation, hereinafter sometimes called collectively the constituent corporations, deem it desirable and in the best business interests of the constituent corporations, that Flagship Services Corporation be merged into Sunbank Service Corporation pursuant to the provisions of Section 607.214 et seq. of the Florida General Corporation Act promptly upon the effective date of the merger thereunder of Flagship Banks Inc. inco Sun Banks, Inc., the former having been the parent company of the absorbed corporation and the latter being the parent company of the surviving corporation.

F. In consideration of the mutual covenants, and subject to the terms and conditions hereinafter set forth, the constituent corporations agree as follows:

#### Section One. Merger.

Plagship Services Corporation shall merge with and into Sunbank Service Corporation, which shall be the surviving corporation.

#### Section Two. Terms and Conditions.

On the effective date of the merger, the separate existence of the absorbed corporation shall cease, and the surviving corporation shall succeed to all the rights, priviledges, immunities and franchises, and all the property, real, personal and mixed of the absorbed corporation, without the necessity for any separte transfer. The surviving corporation shall thereafter be responsible and liable for all liabilities and obligations of the absorbed corporation, and neither the rights of creditors nor any liens on the property of the absorbed corporaton shall be impaired by the merger.

# Section Three. Cancellation and Survival of Shares.

The manner and basis of cancellation of the common shares of the absorbed corporation and survival of the common shares of the surviving corporation is as follows:

(a) Each share of the One Dollar (\$1.00) par value common stock of Flagship Services Corporation issued and outstanding on the effective date of the merger shall be cancelled in consideration of the assumption by the surviving corporation of all of the assets and liabilities of the absorbed corporation as provided in Section Two hereof and the only shares of the surviving corporation outstanding immediately following the merger shall be the shares provided for in paragraph (b) of this Section Three.

(b) Each share of the One Dollar (\$1.00) par value common stock of Sunbank Service Corporation issued and outstanding on the effective date of the merger shall survive the merger and remain outstanding as a share of the surviving corporation.

#### Section Four. Changes in Articles of Incorporation.

The Articles of Incorporation of the surviving corporation shall continue to be its Articles of Incorporation following the effective date of the merger provided, however, that its Articles of Incorporation following the effective date of the merger are hereby amended and changed as follows:

- 2 -

#### ARTICLE 111

Capital Stock. The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is:

- (a) 20,000 shares of common stock having a par value of One Dollar (\$1.00) per share; and
- (b) 150,000 shares of preferred stock having a par value of One Dollar (\$1.00) per share. The preferred stock shall not have voting rights; shall not be entitled to dividends or interest but in the event of dissolution, liquidation or winding up of the corporation, shall be preferred in distribution of assets over holders of the corporation's common stock.

All shares of stock shall be non-assessable, issued at and for such consideration, whether the same be cash, services rendered, property or otherwise, upon such terms and conditions as may be fixed by the Board of Directors.

#### Section Five. By-Laws.

The By-Laws of the surviving corporation shall continue to be its By-Laws following the effective date of the merger.

# Section Six. Directors and Officers.

The directors and officers of the surviving corporation on the effective date of the merger shall continue as the directors and officers of the surviving corporation for the full unexpired terms of their offices and until their successors have been elected or appointed and qualified.

#### Section Seven. Approval by Stockholders.

This Plan of Merger shall be approved by the holders of all of the outstanding shares of the constituent corporations in the manner provided by the applicable laws of the State of Florida.

## Section Eight. Effective Date of Merger.

The effective date of this merger shall be the later of the following dates: (i) the date these articles of merger are filed by the Florida Department of State; (ii) January 1, 1984; or (iii) the effective date of the merger of Flagship Banks Inc. into Sun Banks, Inc. under the Florida General Corporation Act provided such date occurs within 90 days of (i) above.

- 3 -

# Soction Nine, Abandonment of Herger.

This Plan of Marger may be abandoned by action of the Board of either the surviving or absorbed corporation at any time prior to its effoctive date if (i) the merger is not approved by the holders of all of the outstanding shares of both the surviving and the absorbed corporations; or (i1) the morgor of Fingship Banks Inc. into Sun Banks, Inc. under the provisions of the Florida General Corporation Act has not theretofore become effective.

# Section Ten. Execution of Agreement.

This Plan of Merger may be executed in any number of counterparts and each such counterpart shall constitute an original instrument.

Executed on behalf of the parties by their officers, sealed with their corporate seals, and attested by their respective secretaries pursuant to the authorization of their respective boards of directors as of the date first above written.

SUNBANK SERVICE CORPORATION

(CORPORATE SEAL)

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Homer B. Lovvern, President

Frank Garland,

# FLAGSHIP SERVICES CORPORATION

Himes, President

Secretary Diamond,

(CORPORATE SEAL)

Λ -

M F R G E R

# FLAGSHIP DATA SYSTEMS CORPORATION, a Floridu Corporati«a (Charter #352948)

-----morging into-----

# SUNBANK SERVICE CORPORATION, a Florida Corporation (Charter #406267)

# Filing Date: January 30, 1984, Effective February 1, 1984.

# Surviving Charter #406267

Sun Banks Sun Banks, Inc.

January 26, 1984

FEDERAL EXPRESS

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er - - Sana Ciarana .

Plorida Department of State Division of Corporations The Capitol- Room 2001 Tallahassee, Florida 32301

Re: Merger of Flagship Data Systems Corporation into Sunbank Service Corporation to be effective on February 1, 1984

Gentlemen:

On behalf of Sunbank Service Corporation please find anclosed:

- (1) Executed Articles of Merger pursuant to which Flagship Data Systems Corporation is merged into Sunbank Service -Corporation pursuant to Section 607.227 of the Florida General Corporation Act. The Articles of Merger have attached thereto, as Exhibit A, an executed Plan of Merger.
- (2) An additional executed duplicate original of Item (1) is above to be certified and returned to the undersigned.

(3) A check in the sum of \$45.00 covering fees as follows:

EFFECTIVE DATE (a) \$15.00 fee for each party to the merger .. \$30.00

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Total ..... \$45.00

Please return the certified copy of the Articlastop the star of th

Timothy W. Callahan, Esq. Senior Bank Counsel 200 South Orange Avenue 10th Floor P.O. Box 2848 Orlando, Florida 32802

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-OURIER

P.O. Box 2848 / Orlando, Florida 32802 / (305) 237-4599

Florida Department of State January 26, 1984 Page Two

If there are any questions or suggestions regarding the filing of these Articles, the effective date or with respect to the computation of the filing fees, please call the undersigned, collect at (305) 237-4599.

Sincerely,

Timothy W. Callahan

TWC/rf Enclosure



Lanse the A Disposed

January 27, 1984

# FEDERAL EXPRESS

Personal and Confidential

Ms. Louise Flemming Florida Department of State Division of Corporations The Capitol - Room 2001 Tallahassee, Florida 32301

Dear Ms. Flemming:

I greatly appreciate your call of January 27, 1984. Enclosed please find a corrected facing page for each of the Plans of Merger.

If anything further is required, please call me.

Again, thank you for your alert and kind assistance.

Sincerely,

Timothy

COURIER

TWC/gb Enclosures cc: Mr. Dana W. McKinnon

Re: Mergers of: Flagship Data Systems Corporation Flagship Central Accounting, Inc. Central Bookkeeping, Inc. into Sunbank Service Corporation



P.O. Box 2848 / Orlando, Florida 32802 / (305) 237-4599

. . . : . . . . . .

# ARTICLES OF MERCER

Pursuant to the provisions of Section 607.227 of the Plorina General Corporation Act, the undersigned corporation hereby adopts the following Articles of Merger for the purpose of merging Flagship Data Systems Corporation into Sumbank Service Corporation, as the surviving corporation:

The Plan of Merger attached to these Articles of Merger as Exhibit "A" hereto and incorporated by reference herein was approved by the board of directors of the undersigned corporation in the manner prescribed by the Florida General Corporation Act.

The number of shares outstanding of Flagship Data 2. Systems Corporation is 500 shares of \$1.00 per share par value of common stock of which Sunbank Service Corporation owns 100%.

The mailing of a copy of the Plan of Merger to 3. shareholders pursuant to Section 607.227 of the Florida General Corporation Act and the expiration of the 30 day period from such mailing have been waived by Sunbank Service Corporation as the only shareholder of record of Flagship Data Systems Corporation

4. As set forth in Section 8 of the Plan of Merger the effective date of the merger shall be the later of the following dates: (i) the date on which these Articles of Merger are filed by the Florida Department of State; or (ii) February 1, 1984.

Dated January 261984.

### SUNBANK SERVICE CORPORATION

(CORPORATE SEAL)

President

S Frank Harde

STATE OF FLORIDA COUNTY OF ORANGE

Refore me the undersigned authority, personally appeared Homer B. Lovvorn , who is to me well known and known to be the President of Sunbank Service Corporation, and who subscribed the above Articles of Merger and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Orlando, in said County and State, this <u>26th</u> day of January , 1984.

(NOTARY SEAL) -

NOTARY PUBLIC STATE OF FLORIDA

My Commission Expires:

NOTARY PUBLIC, STATE OF FLORIDA AT LARGE MY COMMISSION EXPIRES VANUARY 28, 1985 Bondod by American Fire & Columity Company

#### Exhibit "A"

#### PLAN OF MERGER

11 1 to 12

1 . . .

Plan of Merger dated as of January 26, 1984, adopted by Sunbank Service Corporation, hereinafter sometimes called the surviving corporation relating to its wholly owned subsidiary Flagship Data Systems Corporation, hereinafter called the absorbed corporation.

### STIPULATIONS

A. Sunbank Service Corporation is a corporation organized and existing under the laws of the State of Florida, with its principal office at 2290 Premier Row, Orlando, Florida.

B. Sunbank Service Corporation has twenty thousand authorized shares of One Dollar (\$1.00) par value common stock of which 10,000 shares are issued and outstanding and 150,000 authorized shares of One Dollar (\$1.00) par value preferred stock of which none are issued and outstanding.

C. Flagship Data Systems Corporation is a corporation organized and existing under the laws of the State of Florida with its principal office at 5404 Hoover Blvd., Tampa, Florida.

D. Flagship Data Systems Corporation has a capitalization of 500 authorized shares of One Dollar (\$1.00) par value common stock of which 500 shares are issued and outstanding and all of which are owned by Sunbank Service Corporation.

E. The board of directors of the surviving corporation, deems it desirable, that Flagship Data Systems Corporation be merged into Sunbank Service Corporation pursuant to the provisions of Section 607.227 et seq. of the Florida General Corporation Act.

#### Section One. Merger.

Flagship Data Systems Corporation shall merge with and into Sunbank Service Corporation, which shall be the surviving corporation.

#### Section Two. Terms and Conditions.

On the effective date of the merger, the separate existence of the absorbed corporation shall cease, and the surviving corporation shall succeed to all the rights, privileges, immunities and franchines, and all the property, real, personal and mixed of the absorbed corporation, without the nocessity for any separate transfer. The surviving corporation shall thereafter be responsible and liable for all liabilities and obligations of the absorbed corporation, and neither the rights of creditors nor any liens on the property of the absorbed corporaton shall be impaired by the merger.

#### Section Three. Cancellation and Survival of Shares.

The manner and basis of cancellation of the shares of the absorbed corporation and survival of the shares of the surviving corporation is as follows:

(a) Each share of the One Dollar (\$1.00) par value common stock of Flagship Data Systems Corporation issued and outstanding on the effective date of the merger shall be cancelled in consideration of the assumption by the surviving corporation of all of the assets and liabilities of the absorbed corporation as provided in Section Two hereof and the only shares of the surviving corporation outstanding immediately following the merger shall be the shares provided for in paragraph (b) of this Section Three.

(b) Each share of the One Dollar (\$1.00) par value common stock of Sunbank Service Corporation issued and outstanding on the effective date of the merger shall survive the merger and remain outstanding as a share of the surviving corporation.

#### Section Four. Articles of Incorporation.

The Articles of Incorporation of the surviving corporation shall continue to be its Articles of Incorporation following the effective date of the merger.

#### Section Five. By-Laws.

The By-Laws of the surviving corporation shall continue to be its By-Laws following the effective date of the merger.

#### Section Six. Directors and Officers.

The directors and officers of the surviving corporation on the effective date of the merger shall continue as the directors and officers of the surviving corporation for the full unexpired terms of their offices and until their successors have been elected or appointed and qualified.

# Section Seven. Mailing of Copy of Plan of Murgar to Stockholders-30 Day Pericki-Walver.

The surviving corporation by reason of its ownership of all of the issued and outstanding shares of record waives (1) the mailing of a copy of this Plan of Merger to shareholders which would otherwise he required under Section 607.227(2) of the Florida General Corporation Act and (11) the expiration of the 30 day period-after such mailing as provided under Section 607.227(4) of the Florida General Corporation Act.

# Section Eight. Effective Date of Merger.

The effective date of this merger shall be the later of the following dates: (i) the date these articles of merger are flied by the Florida Department of State; or (ii) February 1, 1984.

## Section Nine. Abandonment of Merger.

This Plan of Merger may be abandoned by action of the Board of the surviving corporation at any time prior to its effective date.

#### Section Ten. Execution of Agreement.

This Plan of Merger may be executed in any number of counterparts and each such counterpart shall constitute an original instrument.

Executed on behalf of Sunbank Service Corporation and attested by its secretaries pursuant to the authorization of its board of directors on the date first above written.

SUNBANK SERVICE CORPORATION

(CORPORATE SEAL)

From B Louvour, President 5710 M Etavland

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MERGER

# FLAGSHIP CENTRAL ACCOUNTING, INC., a Florida Corporation. (Charter #F12715)

-----merging into-----

# SUNBANK SERVICE CORPORATION, a Florida Corporation (Charter #406207)

Filing Date: January 30, 1984, Effective February 1, 1984

Surviving Charter #406267

406267



Etherbly W. Canadium. Convertier# Counser

January 26, 1984

Η

COURIER

#### FEDERAL EXPRESS

Fiorida Department of State Division of Corporations The Capitol- Room 2001 Tallahassee, Florida 32301

Re: Merger of Flagship Central Accounting, Inc. into Sunbank Service Corporation to be effective on February 1, 1984

# Gentlemen:

On behalf of Sunbank Service Corporation please find enclosed:

- (1) Executed Articles of Merger pursuant to which Flagship Central Accounting, Inc. is merged into Sunbank Service Corporation pursuant to Section 607.227 of the Florida General Corporation Act. The Articles of Merger have attached thereto, as Exhibit A, an executed Plan of Merger.
- (2) An additional executed duplicate original of Item (1) above to be certified and returned to the undersigned.
- (3) A check in the sum of \$45.00 covering fees as follows:

EFFECTIVE DATE (a) \$15.00 fee for each party to the merger .. \$30.00

1-1-84

 YPlease return the certified cor, of the Articles to Die undersigned addressed as follows:
 C. H.
 Senior Bank Counsel f.

 Timothy W. Callahan, Esq.
 Senior Bank Counsel f.
 Senior Bank Counsel f.

 200 South Orange Avenue
 Senior Bank Counsel f.
 Senior Bank Counsel f.

 10th Floor
 P.O. Box 2848
 1010

 0rlando, Florida
 32802
 more

P.O. Box 2848 / Orlando, Florida 32802 7 (305) 297-4599----

Florida Department of State

January 26, 1984 Page Two

If there are any questions or suggestions regarding the filing of these Articles, the effective date or with respect to the computation of the filing fees, please call the undersigned, collect at (305) 237-4599.

Sincerely,

Callahan Timothy W.

TWC/rf Enclosure

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# ARTICLES OF MERGER

Pursuant to the provisions of Section 607,227 of the Florida General Corporation Act, the undersigned corporation hereby adopts the following Articles of Merger for the purpose of morging Flagship Contral Accounting, Inc. into Subbank Bervice Corporation, as the surviving corporation:

1. The Plan of Merger attached to these Articles of Merger as Exhibit "A" hereto and incorporated by reference herein was approved by the board of directors of the undersigned corporation in the manner prescribed by the Florida General Corporation Act.

2. The number of shares outstanding of Plagship Central Accounting, Inc. is 1,351 shares of \$1.00 per share par value of common stock of which Sunbank Service Corporation owns 100%.

3. The mailing of a copy of the Plan of Merger to shareholders pursuant to Section 607.227 of the Florida General Corporation Act and the expiration of the 30 day period from such mailing have been waived by Sunbank Service Corporation as the only shareholder of record of Flagship Central Accounting, Inc.

As set forth in Section 8 of the Plan of Merger the 4. effective date of the merger shall be the later of the following dates: (1) the date on which these Articles of Merger are filed by the Florida Department of State; or (ii) February 1, 1984.

Dated January 161984.

#### SUNBANK SERVICE CORPORATION

(CORPORATE SEAL)

Floren B. Lowen, President
#### STATE OF FLORIDA - 1

COUNTY OF GRANGE

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Before me the undersigned authority, personally appeared <u>Homer B. Lovvorn</u>, who is to me well known and known to be the President of Sunbank Service Corporation, and who subscribed the above Articles of Merger and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and sot forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Orlando, in said County and State, this 26th day of January , 1984.

(NOTARY SEAL)

NOTARY PUBLIC STATE OF FLORIDA

My Commission Expires: NOTARY PUBLIC, STATE CEALOGICA AT LARIGE MY COMMISSION EXPIRES JANUARY 25, 1955 Bonded by American Fire & Casualty Company

## Exhibit ("A"

#### PLAN. OF MERCER

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Plan of Merger dated an of January 26, 1984, adopted by Sunbank Service Corporation, hereinafter sometimes called the surviving corporation relating to its wholly owned subsidiary Flagship Central Accounting, Inc., hereinafter called the absorbed corporation.

#### STIPULATIONS

A. Sunbank Service Corporation is a corporation organized and existing under the laws of the State of Florida, with its principal office at 2290 Premier Row, Orlando, Florida.

B. Sunbank Service Corporation has twenty thousand authorized shares of One Dollar (\$1.00) par value common stock of which 10,000 shares are insued and outstanding and 150,000 authorized shares of One Dollar (\$1.00) par value preferred stock of which none are issued and outstanding.

C. Flagship Central Accounting, Inc. is a corporation organized and existing under the laws of the State of Florida with its principal office at 520 Oak Avenue, Haines City, Florida.

D. Flagship Central Accounting, Inc. has a capitalization of 7,500 authorized shares of One Dollar (\$1.00) par value common stock of which 1,351 shares are issued and outstanding and all of which are owned by Sunbank Service Corporation.

E. The board of directors of the surviving corporation, deems it desirable, that Flagship Central Accounting, Inc. be merged into Sunbank Service Corporation pursuant to the provisions of Section 607.227 et seq. of the Plorida General Corporation Act.

#### Section One. Merger.

Flagship Central Accounting, Inc. shall merge with and into Sunbank Service Corporation, which shall be the surviving corporation.

#### Section Two. Terms and Conditions.

On the effective date of the merger, the separate existence of the absorbed corporation shall cease, and the surviving corporation shall succeed to all the rights, privileges, immunities and franchises, and all the property, real, personal and even in the absorbed corporation, without the necessity for any separate transfer. The surviving corporation shall thereafter be responsible and liable for all liabilities and obligations of the absorbed corporation, and meither the rights of creditors nor any liens on the property of the absorbed corporation shall be impaired by the merger.

#### Section Three. Cancellation and Survival of Shares.

The manner and basis of cancellation of the shares of the absorbed corporation and survival of the shares of the surviving corporation is as follows:

(a) Each share of the One Dollar (\$1.00) par value common stock of Flagship Central Accounting, Inc. issued and outstanding on the effective date of the merger shall be cancelled in consideration of the assumption by the surviving corporation of all of the assets and liabilities of the absorbed corporation as provided in Section Two hereof and the only shares of the surviving corporation outstanding immediately following the merger shall be the shares provided for in paragraph (b) of this Section Three.

(b) Each share of the One Dollar (\$1.00) par value common stock of Sunbank Service Corporation issued and outstanding on the effective date of the merger shall survive the merger and remain outstanding as a share of the surviving corporation.

#### Section Four. Articles of Incorporation.

The Articles of Incorporation of the surviving corporation shall continue to be its Articles of Incorporation following the effective date of the merger.

#### Section Pive. By-Laws.

The By-Laws of the surviving corporation shall continue to be its By-Laws following the effective date of the merger.

#### Section Six. Directors and Officers.

The directors and officers of the surviving corporation on the effective date of the merger shall continue as the directors and officers of the surviving corporation for the full unexpired terms of their offices and until their successors have been elected or appointed and gualified.

#### Section Savan. Mailing or Copy of Fran of Merger to Stockholders-30 Day Period-Walver.

The surviving corporation by reason of its conceship of all of the issued and outstanding shares of record waives (i) the mailing of a copy of this Plan of Merger to shareholders which would otherwise be required under Section 607.227(2) of the Florida General Corporation Act and (11) the expiration of the 30 day period after such mailing as provided under Section 607.227(4) of the Florida General Corporation Act.

#### Section Eight. Effective Date of Merger.

The effective date of this merger shall be the later of the following dates: (i) the date these articles of merger are filed by the Florida Department of State; or (ii) February 1, 1984.

#### Section Nine. Abandonment of Merger.

This Plan of Merger may be abandoned by action of the Board of the surviving corporation at any time prior to its effective date.

#### Section Ten. Execution of Agreement.

This Plan of Merger may be executed in any number of counterparts and each such counterpart shall constitute an original instrument.

Executed on behalf of Sunbank Service Corporation and attested by its secretaries pursuant to the authorization of its board of directors on the date first above written.

SUNBANK SERVICE CORPORATION

(CORPORATE SEAL)

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Horan & Town, President 57raul Harland

- 3 -

MERGER

CENTRAL BOOKKEEPING, INC., a Florida Corporation (Charter #053794)

----merging into-----

# SUNBANK SERVICE CORPORATION, a Florida Corporation (Charter #406267)

Piling Date: January 30, 1984, Effective February 1, 1984

#### Surviving Charter #406267

· · · ·

406261



January 26, 1984

Foreatty W. Collaboration Configur Floride Columnian

FIDERAL EXPRESS

Florida Department of State Division of Corporations The Capitol- Room 2001 Tallahassee, Florida 32301

Re: Merger of Central Bookkeeping, Inc. into Sunbank Service Corporation to be effective on February 1, 1984

Gentlemen:

On behalf of Sunbank Service Corporation please find enclosed:

- (1) Executed Articles of Merger pursuant to which Central Bookkeeping, Inc. is merged into Sunbank Service Corporation pursuant to Section 607.227 of the Florida General Corporation Act. The Articles of Merger have attached thereto, as Exhibit A, an executed Plan of Merger.
- (2) An additional executed duplicate original of Item (1) above to be certified and returned to the undersigned.

A check in the sum of \$45.00 covering fees as follows:

(a) \$15.00 fee for each party to the merger .. \$30.00

Total ..... \$45.00

COURIER

Please return the certified copy of the Articles to the

Austability Build near Build an ar	Timothy W. Callah Senior Bank Couns 200 South Orange	101 - R. 2621百万(20)	30-5	
No.	lOth Floor P.O. Box 2848 Orlando, Florida	TCFAL 32802	45 more	
	2.O. Box 2848 7 Orlando, Flo	prist	37:4599	: 73

Florida Department of State January 26, 1984 Page Two

If there are any questions or suggestions regarding the filing of these Articles, the effective date or with respect to the computation of the filing fees, please call the undersigned, collect at (305) 237-4599.

Sincerely,

Timothy N. Callaha

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TWC/rf Enclosure

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#### LIFECTIVE DAY

#### ARTICLES OF MEMORY -

Pursuant to the provisions of Section 607.227 of the Florida. General Corporation Act, the undersigned corporation thereby adopts the following Articles of Merger for the purpose of merging Central Bookkeeping, Inc. into Sunbank Service. Corporation, as the surviving corporation:

The Plan of Merger attached to these Articles of Merger 1. as Exhibit "A" hereto and incorporated by reference herein was approved by the board of directors of the undersigned corporation in the manner prescribed by the Florida General Corporation Act.

2. The number of shares outstanding of Central Bookkeeping, Inc. is 500 shares of \$1.00 per share par value of common stock of which Sunbank Service Corporation owns 100%.

3. The mailing of a copy of the Plan of Merger to shareholders pursuant to Section 607.227 of the Florida General Corporation Act and the expiration of the 30 day period from such mailing have been waived by Sunbank Service Corporation as the only shareholder of record of Central Bookkeeping, Inc.

4. As set forth in Section 8 of the Plan of Merger the offective date of the merger shall be the later of the following dates: (i) the date on which these Articles of Merger are filed by the Florida Department of State; or (ii) February 1, 1984.

Dated January 361984.

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#### SUNBANK SERVICE CORPORATION

(CORPORATE SEAL)

Home B. Lowen, President 39 march approach

STATE OF FLORIDA COUNTY OF ORANGE

Before me the undersigned authority, personally appeared <u>Homer B. Lovvorn</u>, who is to be well known and known to be the President of Sunbank Service Corporation, and who subscribed the above Articles of Merger and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth-

IN WITHESS WHEREOF, I have hereunto set my hand and my official seal, at Orlando, in said County and State, this <u>26th</u> day of <u>January</u>, 1984.

(NOTARY SEAL)

NOTARY PUBLIC STATE OF FLORIDA

My Commission Expires:

NOTARY PUBLIC, STATE OF FLORIDA AT LARGE HAY COMMISSION EXTERNATION FOR 1545 - Bondrid Vy -Printed and a state of the first

#### PLAN OF MERGER

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#### STIPULATIONS.

A. Sunbank Service Corporation is a corporation organized and existing under the laws of the State of Florida, with its principal office at 2290 Premier Row, Orlando, Florida.

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C. Central Bookkeeping, Inc. is a corporation organized and existing under the laws of the State of Florida with its principal office at 3000 Orlando Drive, Sanford, Florida.

D. Central Bookkeeping, Inc. has a capitalization of 7,500 authorized shares of One Dollar (\$1.00) par value common stock of which 500 shares are issued and outstanding and all of which are owned by Sunbank Service Corporation.

E. The board of directors of the surviving corporation, deems it desirable, that Central Bookkeeping, Inc. be merged into Sunbank Service Corporation pursuant to the provisions of Section 607.227 et seq. of the Florida General Corporation Act.

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#### Section Two. Terms and Conditions.

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# Section Three. Cancellation and Survival of Shares.

The manner and basis of cancellation of the shares of the absorbed corporation and survival of the shares of the surviving corporation is as follows:

(a) Each share of the One Dollar (\$1.00) par value common stock of Central Bookkeeping, Inc. issued and outstanding on the effective date of the merger shall be cancelled in consideration of the assumption by the surviving corporation of all of the assets and liabilities of the absorbed corporation as provided in Section Two hereof and the only shares of the surviving corporation outstanding immediately following the merger shall be the shares provided for in paragraph (b) of this Section Three.

(b) Each share of the One Dollar (\$1.00) par value common stock of Sunbank Service Corporation issued and outstanding on the effective date of the merger shall survive the merger and remain outstanding as a share of the surviving corporation.

#### Section Four. Articles of Incorporation.

The Articles of Incorporation of the surviving corporation shall continue to be its Articles of Incorporation following the effective date of the merger.

#### Section Five. By-Laws.

The By-Laws of the surviving corporation shall continue to be its By-Laws following the effective date of the merger.

#### Section Six. Directors and Officers.

The directors and officers of the surviving corporation on the effective date of the merger shall continue as the directors and officers of the surviving corporation for the full unexpired terms of their offices and until their successors have been elected or appointed and qualified.

# Section Seven. Mailing of Copy of Fian of Merger to Stockholders-30 bay Period-Waiver.

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# Section Eight. Effective Date of Merger.

The effective date of this merger shall be the later of the following dates: (i) the date these articles of merger are filed by the Florida Department of State; or (11) February 1, 1984.

#### Section Nine. Abandonment of Merger.

This Plan of Merger may be abandoned by action of the Board of the surviving corporation at any time prior to its effective date.

### Section Ten. Execution of Agreement.

This Plan of Merger may be executed in any number of counterparts and each such counterpart shall constitute an original instrument.

Executed on behalf of Sunbank Service Corporation and attested by its secretaries pursuant to the authorization of its board of directors on the date first above written.

(CORPORATE SEAL)

SUNBANK SERVICE CORPORATION

Homen B. Lowen, President 29 March Aber Arul

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NAMES, TITLES AND STREET ADDRESSES OF EACH OFFICER AND DIRECTOR AS OF DECEMBER 31, 1984 JAN 15 11 14 44 4

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NAME	TITLE	ADDRESS
HIMES, Norman S.	C	7200 Lake Ellenor, Orlando Florida
GARLANG, E. Frank	<b>S</b>	7200 Lake Ellenor, Orlando, Florida
RUDISILL, Jr., R. Mack	D	200 S. Orange Avenue, Orlando, Florida
COLSON, Wendell H.	D.	200 S. Orange Avenue, Orlando, Florida
DUNCAN, Jr., Buell G.	• <b>D</b>	200 S. Orange Avenue, Orlando, Florida
GOODRUM, Daniel S.	D	25 S. Andrews Avenue, Ft. Lauderdale, Fl.
HOEPNER, Theodore J.	D.	777 Brickell Avenue, Miami, Florida
LOCHRIE, Jr., Robert B.	. D ·	501 E. Las Olas Blvd., Ft. Lauderdale, Fl.
ROBINSON, James H.	D	25 S. Andrews Avenue, Ft. Lauderdale, Fl.
SEARLE, Philip F.	D	200 S. Orange Avenue, Orlando, Florida

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Sun Sun Banks, Inc.

Timothy W. Callahan Servor Benk Cournel

April 28, 1986<sup>5</sup> 3571 -57857 es (055-3671) 57887 es [bib 3671 - 57887 es

15•60 (3•64

PERSONAL AND CONFIDENTIAL

Mr. Dana W. McKinnon, Director Division of Corporations 109 E. Gaines Street Tallahassee, Florida 32301

406267

Sunbank Service Corporation - Articles of Amendment - Change of Name to SunTrust Service Corporation

Dear Mr. McKinnon:

Re:

On behalf of Sunbank Service Corporation, please find enclosed:

(1) Articles of Amendment (authorized and executed pursuant to the applicable provisions of the Florida General Corporation Act) changing the name of Sunbank Service Corporation to SunTrust Service Corporation.

(2) An additional executed duplicate originalof (1) above to be certified and returned to undersigned's attention.

(3) A check in the amount of \$30.00 covering the filing fee and fee for certification.

Please arrange to have the filing made effective as of Thursday, May 1, 1986.

If there is any problem with respect to the enclosures or the filing thereof effective May 1, 1986, please call the undersigned Notellect at (305)237-4599 CHARLES IN STATP

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	internet and Aladia	R. AGENT FEE
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	AF	C. COPYTimothy W. Callahan
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	AFT	BALANCE DUE
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### AMENDMENT TO ARTICLES OF INCORPORATION

Pursuant to the provisions of Section 607.187 of the Florida General Corporation Act, Sunbank Service Corporation hereby adopts the following amendment to its Articles of Incorporation:

(1) The Articles of Incorporation are hereby amended and changes as follow:

Articles I of the Articles of Incorporation is hereby amended to read as follows:

<u>Name</u>. The name of this corporation is SUNTRUST SERVICE CORPORATION.

(2) The Amendment referred to in Paragraph one (1) above was adopted by consent in writing of the holders of one hundred percent (100%) of the outstanding shares of the capital stock of Sunbank Service Corporation as of <u>April 28</u>, 1986. Such consents were given in accordance with the provisions of Section 607.394 of the Florida General Corporation Act.

(3) The effective date of this Amendment to the Articles of Incorporation shall be upon the filing thereof by the Department of the State of Florida, on May 1, 1986. Dated<u>April\_28</u>,1986

SUNBANK SERVICE CORPORATION

(Corporate Seal)

Sandy Chandler,

VLB 30

<u>-</u>

EFECTIVE DATE

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**386** 

STATE OF FLORIDA)

COUNTY OF ORANGE)

Before me the undersigned authority, personally appeared <u>Thomas G. Ash</u>, who is to me well known and known to be the President of Sunbank Service Corporation, and who subscribed the above Amendment to Articles of Incorporation and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Orlando, in said County and State, this <u>24<sup>th</sup></u> day of <u>liful</u>, 1986.

(NOTARY SEAL)

NOTARY PUBLIC STATE OF FLORIDA

My Commission Expires:

NDIARY PUBLIC STATE OF FLORIDA MY COMMISSION EXP. SOPE 9,1589 COMMISSION EXP. SOPE 9,1589 COMMIN THRU CEMERAL INS. UND.

# 406267

P.O. Box 2848 Office of Corporate Counsel Orlando, Florida 32802

December 31, 1986

•		. •	
Ms. Joyce Baker Division of Corporations			
Florida Department of State Post Office Box 6327			REGISTERED AGENTS
Tallahassee, FL 32399	•		

Re: Change in Registered Agent'

Sun Bank, N.A.

Dear Ms. Baker:

Attached are the fully-executed statements to change the

registered agent for the following corporations:

Sun Banks, Inc. Sun Financial Corporation SBNA Acquisitions, Inc. SBF Agency, Inc. SunTrust Service Corporation Century Bank, Inc. Flagship Banks Inc. Central Florida Operations Center, Inc. South Florida Operations Center, Inc.

If you have any questions concerning these changes, please call me

at (305) 237-4691. Thank you.

Very truly	yours,
Mile C	John
Lillian C.	

Attachments

JAB

# STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT, OR BOTH

Fo the Secretary of State of the State of Florida.	. ·	
Pursuant to the provisions of Sections 607.034 and 607.037. Florida Statutes, the undersigned organized under the laws of the State of Florida .submits the followi for the purpose of changing its registered office or registered agent, or both, in the State of Flo	ng state	tion, ment
FIRST: The name of the corporation is SunTrust Service Corporation	·.	
		· .
SECOND: The address of its present registered agent is 200 South Orange Avenue		
Orlando, FL 32801		· · ·
TillRD: The address to which its registered agent is to be changed is <u>same as above</u>		C
		<u>د</u> ې
WORTHER The name of its present registered agentis R. Mack Rudisill, Jr.	nic.	-4
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FIFTH: The name of its successor registered agent is	DA IE	<u></u>
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DIVISION OF CORPORATIONS - P. O. BOX 6327 - TALLAHASSEE, FL 32314

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DISECTORS

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Re: Articles of Merger of ThirdData Corporation into SunTrust Services Corporation

Dear Sirs:

Enclosed for filing with your office on behalf of SunTrust Banks, Inc. is the original Articles of Merger of ThirdData Corporation into SunTrust Service Corporation. Also enclosed is a check in the amount of \$40 for the filing fee and a copy of the Articles of Merger to be stamped with the filing information and returned to our messenger.

If there are any questions, please call me or my secretary, Judy McKee, at 224-9115.

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Sincerely yours,

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# THIRDDATA CORPORATION

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(A Tennessee corporation not qualified in Pla)

-----merging into-----

# SUNTRUST SERVICE CORPORATION

Surviving document # 406267

Filing date: December 28, 1987, effective January 1, 1988

#### ARTICLES OF MERGER OF THIRDDATA CORPORATION INTO

SUNTRUST SERVICE CORPORATION

Pursuant to the provisions of Section 607.234 of the Florida General Corporation Act, ThirdData Corporation, a Tennessee Corporation and SunTrust Service Corporation, a Florida corporation do hereby adopt the following Articles of Merger:

<u>FIRST</u>: The names of the corporations that are parties to the merger (the "Merger") contemplated by these Articles of Merger are ThirdData Corporation and SunTrust Service Corporation. The surviving corporation in the Merger is SunTrust Service Corporation.

SECOND: The Plan of Merger (the "Plan of Merger") is attached hereto as Exhibit A and made a part hereof by reference as if fully set forth herein.

THIRD: The attached Plan of Merger was adopted by the sole shareholder of ThirdData Corporation by written consent in the manner prescribed by the Tennessee General Corporation Act on <u>"Neember 15</u>, 1987 and was duly approved by the Board of Directors of SunTrust Service Corporation on <u>December 18</u>, 1987 without a vote of shareholders pursuant to Section 607.221(4) of the Florida General Corporation Act.

FOURTH: SunTrust Service Corporation is to be governed by the laws of the State of Florida and hereby: (a) agrees that it may be served with process in Tennessee in any proceeding for the enforcement of any obligation of ThirdData Corporation and in any proceeding for the enforcement of the rights of a dissenting shareholder of ThirdData Corporation against the surviving corporation: (b) irrevocably appoints the Secretary of State of the State of Tennessee as its agent to accept process in any such proceeding; and (c) agrees that it will promptly pay to the dissenting shareholders of any such domestic corporation the amount, if any, to which they shall be entitled under the provisions of Sections 48-1-909 through 48-1-919 of the Tennessee General Corporation Act. FIFTH: The Merger shall become effective on December 31, 1987. .. <sup>...</sup>

IN WITNESS WHEREOF, the parties have caused these Articles of Merger to be executed as of this  $\frac{18 \text{ th}}{1987}$  day of  $\frac{\text{December}}{1987}$ ,

2.1

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THIRDDATA CORPORATION

By:

Title: President

By:

Title: Secretary

SUNTRUST SERVICE CORPORATION

By:

Title: President

Ву:\_ mers

Title: Secretary

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STATE OF Georgia

COUNTY OF Fulton

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to take acknowledgements, personally appeared <u>Themas G. Ash</u>, well known to me to be the <u>Fresident</u> of SunTrust Service Corporation, one of the corporations named in the foregoing instrument, and that he acknowledged executing the same, freely and voluntarily under the authority duly vested in him by said corporation.

WITNESS my hand and official seal in the County and State last aforesaid this  $\frac{15}{15}$  day of  $\frac{1226776664}{1226776664}$ , 1987.

Rillener T.

Notary' Public

(NOTARIAL SEAL)

My Commission Expires:

Notavy Public, Gerogia, State at Large My Commission Expires March 28, 1988

#### STATE OF Georgia

COUNTY OF Fulton

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to take acknowledgements, personally appeared Charles W. Lybrook \_, well known to me to be the 🔅 President • • of ThirdData Corporation, one of the corporations named in the foregoing instrument, and that he acknowledged executing the same, freely and voluntarily under the authority duly vested in him by said corporation.

WITNESS my hand and official seal in the County and State last aforesaid this 18th day of December, 1987.

tary Pub

(NOTARIAL SEAL)

# My Commission Expires:

Natary Public, Georgia, Classist Langa , Commission Erg, Constructly, A. (Est.

Exhibit  $\lambda$ 

#### PLAN OF MERGER THIRDDATA CORPORATION WITH AND INTO SUNINUST SERVICE CORPORATION

The names of the constituent corporations are:

ThirdData Corporation and SumTrust Service Corporation.

B. The name of the surviving corporation is:

#### SunTrust Service Corporation

C. The terms and conditions of the proposed marger are: Pursuant to the provisions of Section 48-1-906 of the Tennessee General Corporation Act and Section 607.234 of the Florida General Corporation Act, ThirdData Corporation will be merged with and into SunTrust Service Corporation.

D. The manner and basis of converting the shares of ThirdData Corporation or the cash consideration to be paid by SunTrust Service Corporation and delivered in exchange for shares of ThirdData Corporation is as follows:

Upon the effectiveness of the Merger, SunTrust Service Corporation shall pay to Third National Corporation in cash an amount equal to the net book value of the aggregate stockholder's equity of ThirdData Corporation as of December 31, 1987 in exchange for the 1,000 cutstanding shares of stock of ThirdData Corporation. SumTrust shall cancel the 1,000 cutstanding shares of stock of ThirdData Corporation upon receipt of such shares. The Merger shall have no effect on (a) the 13,391 cutstanding shares of common stock of SumTrust Service Corporation or (b) the 40,173 cutstanding shares of preferred stock of SumTrust Service Corporation, and such shares of common and preferred stock of SumTrust Service Corporation cutstanding immediately prior to the effectiveness of the Merger shall remain outstanding and unchanged as a result of the Merger.

E. There will be no amendments or changes in the articles of incorporation of SumTrust Service Corporation as a result of this merger.

F. Other provisions with regard to the merger:

The Merger shall become effective on January 1, 1988.

#### **DERIVIPICATE**

I, <u>Junic Justice</u>, Secretary of Sumfrust Service Corporation, hereby certify this <u>18th</u> day of <u>December</u>, 1987 that the foregoing Plan of Merger has been adopted by the Board of Directors of Sumfrust Service Corporation pursuant to Section 607.221(4) and (5) of the Florida General Corporation Act and that as of the date of this certificate the outstanding shares of Sumfrust Service Corporation were such as to render Subsections (4) and (5) applicable.

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#### [CORPORATE SEAL]

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Margaret H. Underwood Vice President Senior Attorney

July 29, 1993

SUSDUST BANKS 150, Post Office Box 4418 Atlanta, Georgia 30302 (404) 588-8522 FAX: 4404) 581-4637

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Via Overnight Mail

Florida Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

> RE: Articles of Merger of 8750 Northwest 21st Terrace, Inc., 7455 Chancellor Drive, Inc., and 2290 Premier Row, Inc. for merger with and Into SunTrust Service Corporation

Dear Sir or Madam:

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Pursuant to Section 607.1104 of the Florida Business Corporation Act, SunTrust Service Corporation, a Florida corporation ("SunTrust Service") wishes to merge three of its wholly-owned subsidiaries into SunTrust Service. The three subsidiaries are 8750 Northwest 21st Terrace, Inc., 7455 Chancellor Drive, Inc., and 2290 Premier Row, Inc. In connection therewith please find enclosed the following items:

- Original and one copy of the Articles of Merger with Plan of Merger attached as Exhibit A;
- 2. A check in the amount of \$192.50 made payable to the Secretary of State for:

(a) the filing fee for all four parties; and

(b) a certified copy of the Certificate of Merger.

Please send the certified copy of the Certificate of Merger to the undersigned at your earliest convenience. We appreciate your assistance in this matter.

Sincerely,

Margy Underwook

Margaret H. Underwood

MHU/elh Enclosure

James Cleveland, Jr.

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lim Smith Secretary of State

ARTICLES OF MERGER Merger Sheet

8750 NORTHWEST 21ST TERRACE, INC. a Florida corp. J0291

2290 PREMIER ROW, INC. a Florida corp. J02918 7455 CHANCELLOR DRIVE, INC. a Florida corp. J02915

### INTO

SUNTRUST SERVICE CORPORATION, a Florida corporation, 406267

File date: July 30, 1993, effective August 2, 1993

Corporate Specialist: Annette Hogan

MERGING:

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

# 812140

ARTICLES OF MERGER OF 8750 NORTHWEST 21ST TERRACE-INC AND 7455 CHANCELLOR DRIVE, INC. AND 2290 PREMIER ROW, INC. WITH AND INTO SUNTRUST SERVICE CORPORATION

Pursuant to Section 607.1104 of the Florida Business Corporation Act, 8750 Northwest 21st Terrace, Inc., a Florida corporation ("21st Terrace"), 7455 Chancellor Drive, Inc., a Florida corporation ("Chancellor"), 2290 Premier Row, Inc., a Florida corporation ("Premier") (21st Terrace, Chancellor and Premier collectively referred to herein as the "Subsidiaries"), and SunTrust Service Corporation, a Florida corporation ("SunTrust Service"), adopt the following Articles of Merger:

The Subsidiaries and SunTrust Service are merging in accordance with a Plan of Merger, which is attached as Exhibit 1 and is hereby incorporated herein by reference. The surviving corporation is SunTrust Service.

# 2.

The effective date of the merger shall be August 2, 1993, and the effective time shall be 12:01 a.m.

# 3.

Pursuant to Section 607.1104 of the Florida Business Corporation Act, shareholder approval of the Plan of Merger was not required for SunTrust Service or the Subsidiaries.

4.

On July 7, 1993, the Board of Directors of SunTrust Service approved the Plan of Merger.

On July 29, 1993, the Board of Directors of 21st Terrace approved the Plan of Merger.

On July 29, 1993, the Board of Directors of Chancellor approved the Plan of Merger.

On July 29, 1993, the Board of Directors of Premier approved the Plan of Merger.

IN WITNESS WHEREOF, SunTrust Service, 21st Terrace, Chancellor and Premier have caused their duly authorized officers to execute these Articles of Merger as of this 29th day of July, 1993.

SUNTRUST SERVICE CORPORATION By: Thomas G. Ash Title: President 8750 NORTHWEST 21ST TERRACE, INC. By: Harold P. Bitler Tille: President 7455 CHANCELLOR DRIVE, INC. By: Harold P. Bitler Tille: President 2290 PREMIER ROW, INC. By: Harold P. Bitler Title: President

#### Exhibit A

## PLAN OF MERGER OF 8750 NORTHWEST 21ST TERRACE, INC. AND 7455 CHANCELLOR DRIVE, INC. AND 2290 PREMIER ROW, INC. WITH AND INTO SUNTRUST SERVICE CORPORATION

PLAN OF MERGER dated as of the 29th day of July, 1993, by and between SunTrust Service Corporation, a Florida Corporation ("SunTrust Service"), and its wholly owned subsidiaries; 8750 Northwest 21st Terrace, Inc., a Florida Corporation ("21st Terrace"), 7455 Chancellor Drive, Inc., a Florida Corporation ("Chancellor"), and 2290 Premier Row, Inc., a Florida Corporation ("Premier") (21st Terrace, Chancellor and Premier collectively referred to herein as the "Subsidiaries").

#### Background

A. SunTrust Service has authorized 20,000 shares of common stock, \$1.00 par value, of which 16,344 are issued and outstanding, and 150,000 shares of preferred stock, \$1.00 par value, of which 49,005 are issued and outstanding.

B. 21st Terrace has authorized 1,000 shares of common stock, \$1.00 par value, all of which have been issued to SunTrust Service.

C. Chancellor has authorized 1,000 shares of common stock, \$1.00 par value, all of which have been issued to SunTrust Service.

D. Premier has authorized 1,000 shares of common stock, \$1.00 par value, all of which have been issued to SunTrust Service.

E. The Boards of Directors of SunTrust Service and the Subsidiaries deem it desirable and for the benefit of each of the respective corporations and their respective shareholders for the Subsidiaries to be merged with and into SunTrust Service pursuant to the provisions of Section 607.1104 of the Florida Business Corporation Act.

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F. Pursuant to Section 607.1104 of the Florida Business Corporation Act, it is not necessary to obtain the approval of the shareholders of either SunTrust Service or the Subsidiaries for the mergers.

### Merger

Pursuant to the applicable laws of the State of Florida, the Subsidiaries shall merge with and into SunTrust Service, and SunTrust Service shall be the surviving corporation after the mergers (the "Surviving Corporation"), and shall continue to exist as a corporation created under and governed by the laws of the State of Florida.

#### **II.** .

#### Terms and Conditions

On the effective date of the mergers, the separate existence of the Subsidiaries shall cease, and the Surviving Corporation shall succeed to all the rights, privileges, immunities and franchises, and all the property, real, personal and mixed of the Subsidiaries, without the necessity for any separate transfer. The Surviving Corporation shall thereafter be responsible and liable for all liabilities and obligations of the Subsidiaries, and neither the rights of creditors nor any liens on the property of the Subsidiaries shall be impaired by the mergers.

#### 111.

# Cancellation and Survival of Shares

The manner and basis of cancellation of the shares of the Subsidiaries and the survival of the shares of the Surviving Corporation Is as follows:

(a) Each share of the \$1.00 par value common stock of the Subsidiaries issued and outstanding on the effective time of the mergers shall be cancelled, without any action on the part of the holder thereof.

(b) Each share of the \$1.00 par value common stock and each share of the \$1.00 par value preferred stock of the Surviving Corporation issued and outstanding immediately prior to the effective time of the mergers shall remain outstanding after the effective time of the mergers and shall be unaffected by the mergers.

## Articles of Incorporation

IV. -

The Articles of Incorporation of the Surviving Corporation shall continue to be its Articles of Incorporation following the effective time of the mergers.

#### **Bylaws**

The Bylaws of the Surviving Corporation shall continue to be its Bylaws following the effective time of the mergers.

### Directors and Officers

The directors and officers of the Surviving Corporation at the effective time of the mergers shall continue as the directors and officers of the Surviving Corporation for the full unexpired terms of their offices and until their successors have been elected or appointed and gualified.

### VII.

# Mailing of Plan of Merger to Shareholders Waiver of 30-Day Period

The Surviving Corporation by reason of its ownership of all of the issued and outstanding shares of record of the Subsidiaries waives (i) the receipt of a clear and concise statement of the rights of dissenting shareholders, as would otherwise be required under Section 607.1104(1) of the Florida Business Corporation Act, (ii) the mailing of a copy of this Plan of Merger to shareholders which would otherwise be required under Section 607.1104(2) of the Florida Business Corporation Act, and (iii) the expiration of the 30 day period after such mailing as provided under Section 607.1104(3) of the Florida Business Corporation Act.

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# Effective Time of Mergers

The Mergers shall become effective as of the time specified in the Articles of Merger.

IX.

# Abandonment of Mergers

This Plan of Merger may be abandoned by action of the Board of Directors of the Surviving Corporation at any time prior to its effective time.

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Margaret H. Underwaad View President Senser Milistary

St Sliet ST HANKS, INC Post Office Box 5418 Atlanta, Georgia 30302 (404) 5885-8522 FAN: (404) 581-1637

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November 30, 1993

Florida Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

> RE: Amendment of Articles of Incorporation of SunTrust Service Corporation

Dear Sir or Madam:

SunTrust Service Corporation, a Florida corporation desires to amend its Articles of Incorporation pursuant to the provisions of Section 607.1106 of the Florida Business Corporation Act. In connection therewith, please find enclosed the following items:

1. An original and one copy of the Amendment to Articles of Incorporation; and

2. A check in the amount of \$35.00 made payable to the Secretary of State for the filing fee.

We would appreciate your stamping the enclosed copy of the Amendment to Articles of Incorporation with the filing date and returning it to me at your earliest convenience. If you have any questions or if you need anything further, please do not hesitate to contact me.

Sincerely,

Mary Undersond

Margaret H. Underwood

MHU/elh Enclosure

cc: Jerry Endsley

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13-12-23

# FILED

# AMENDMENT TO ARTICLES OF INCORPORATION DEC -5 AH 9: 37 SUNTRUST SERVICE CORPORATION

Pursuant to the provisions to Section 607.1106 of the Florida Business Corporation Act, SunTrust Service Corporation (the "Corporation") hereby adopts. the following amendment to its Articles of Incorporation:

Article III of the Articles of Incorporation is hereby amended to delete 1. all references to preferred stock, so that Article III will read as follows:

> "Capital Stock. The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is Fifty Thousand (50,000) shares of common stock having a par value of One Dollar (\$1.00) per share.

All shares of stock shall be non-assessable, issued at and for such consideration whether the same be cash, services rendered, property or otherwise, upon such terms and conditions as may be fixed by the Board of Directors."

2. As soon as reasonably possible after the filing of this Amendment, each holder of the Corporation's preferred stock will exchange his or her shares of preferred stock for shares of the Corporation's common stock. The Corporation will issue one (1) share of common stock for each three (3) shares of preferred stock outstanding.

3. The Amendment referred to in Paragraph 1 above was adopted by the Directors of the Corporation at a meeting duly convened on July 8, 1993.

4. The Amendment referred to in Paragraph I above was adopted by consent in writing by holders of One-Hundred Percent (100%) of the outstanding shares of both the common stock and preferred stock of the Corporation, effective as of November 15, 1993. Such consents were given in accordance with the provisions of Section 607.0704 of the Florida Business Corporation Act.

5. The effective date of this Amendment to the Articles of Incorporation shall be upon the filing thereof with the Department of State of Florida.

IN WITNESS WHEREOF, the Corporation has caused its duly authorized efficer to execute these Articles of Amendment of this 22 day of November. 1993.

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# SUNTRUST SERVICE CORPORATION TO CONC

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By:

Thomas G. Ash

Title: President

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