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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FOREIGN PROFIT/NONPROFIT CORPORATION

Compass Consulting and Benefits, Inc.

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11/28/15
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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Compass Consulting and Benefits, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Texas 3. 20-4945452
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 5/16/06 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. _____
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 15 South 20th Street, Suite 1802, Birmingham, Alabama 35233
(Principal office address)
15 South 20th Street, Suite 1802, Birmingham, Alabama 35233
(Current mailing address)

8. To engage in any lawful business for which business corporations may be organized under Florida law
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and ~~street address~~ of Florida registered agent: (P.O. Box NOT acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324
(City) (Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

C T Corporation System

By: Maria Ozmeta
(Registered agent's signature)

Maria Ozmeta
Vice President

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

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A. DIRECTORSChairman: See attached Exhibit "A"

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERSPresident: See attached Exhibit "A"

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Joseph B. Carter
(Signature of Director or Officer listed in number 12 of the application)
14. Joseph B. Carter, Secretary
(Typed or printed name and capacity of person signing application)

EXHIBIT "A"

List of Officers and Directors

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
George M. Boltwood	Director	15 South 20 th Street Suite 1802 Birmingham, AL 35233
Garrett R. Hegel	Director	15 South 20 th Street Suite 1802 Birmingham, AL 35233
Jerry W. Powell	Director	15 South 20 th Street Suite 1802 Birmingham, AL 35233
Leonard P. Kline, Jr.	Director	15 South 20 th Street Suite 1802 Birmingham, AL 35233
Leonard P. Kline, Jr.	President	15 South 20 th Street Suite 1802 Birmingham, AL 35233
Joyce Pankonien	Senior Vice President	15 South 20 th Street Suite 1802 Birmingham, AL 35233
Karin Marshall	Senior Vice President	15 South 20 th Street Suite 1802 Birmingham, AL 35233
John H. Moore	Senior Vice President	15 South 20 th Street Suite 1802 Birmingham, AL 35233
Henry B. Coker	Vice President	15 South 20 th Street Suite 1802 Birmingham, AL 35233
Henry T. Peck	Vice President	15 South 20 th Street Suite 1802 Birmingham, AL 35233
Jim F. Evans	Vice President	15 South 20 th Street Suite 1802 Birmingham, AL 35233
Steven C. Quenville	Vice President	15 South 20 th Street Suite 1802 Birmingham, AL 35233
Warren Kolb	Vice President	15 South 20 th Street Suite 1802 Birmingham, AL 35233

Lynn E. Beshany	Vice President	15 South 20 th Street Suite 1802 Birmingham, AL 35233
Kathryn Nicoll-Moore	Vice President	15 South 20 th Street Suite 1802 Birmingham, AL 35233
Michael Grossman	Vice President	15 South 20 th Street Suite 1802 Birmingham, AL 35233
Thomas E. Bishop	Senior Vice President	15 South 20 th Street Suite 1802 Birmingham, AL 35233
David S. Neel, Jr.	Senior Vice President & Assistant Secretary	15 South 20 th Street Suite 1802 Birmingham, AL 35233
Beverli Jean Lee	Senior Vice President & Assistant Secretary	15 South 20 th Street Suite 1802 Birmingham, AL 35233
Steve Kirkpatrick	Vice President	15 South 20 th Street Suite 1802 Birmingham, AL 35233
Joseph B. Cartee	Secretary	15 South 20 th Street Suite 1802 Birmingham, AL 35233
Jerry W. Powell	Assistant Secretary	15 South 20 th Street Suite 1802 Birmingham, AL 35233
Kirk P. Pressley	Treasurer	15 South 20 th Street Suite 1802 Birmingham, AL 35233
Richard Garrison	Assistant Treasurer	15 South 20 th Street Suite 1802 Birmingham, AL 35233

Corporations Section
P.O. Box 13697
Austin, Texas 78711-3697



Roger Williams
Secretary of State

Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Certificate of Formation for Compass Consulting and Benefits, Inc. (filing number: 800655938), a Domestic For-Profit Corporation, was filed in this office on May 16, 2006.

It is further certified that the entity status in Texas is in existence.

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TALLAHASSEE, FLORIDA

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on June 13, 2006.



A handwritten signature of Roger Williams in black ink.

Roger Williams
Secretary of State

Phone: (512) 463-5555
Prepared by: SOS-WEB

Come visit us on the internet at <http://www.sos.state.tx.us/>
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