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FOREIGN PROFIT/NONPROFIT CORPORATION
Baker, Donelson, Bearman, Caldwell & Berkowitz, a Profess

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Baker,Donelson,Bearman, Caldwell & Berkowitz, a Professional Corporation
Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Margaret B. Carr

Name of Person

Baker,Donelson,Bearman, Caldwell & Berkowitz, a Professional Corporation

Firm/Company

165 Madison Ave., Ste 2000

Address

Memphis, TN 38103

City/State and Zip code

mcarr@bakerdonelson.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Margaret Carr

at (901) 577-2157

Name of Person

Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

☐ \$70.00 Filing Fee

☐ \$78.75 Filing Fee &
Certificate of Status

☒ \$78.75 Filing Fee &
Certified Copy

☐ \$87.50 Filing Fee,
Certificate of Status &
Certified Copy

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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. Baker, Donelson, Bearman, Caldwell & Berkowitz, a Professional Corporation
 (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. Tennessee 3. 62-1047356
 (State or country under the law of which it is incorporated) (FBI number, if applicable)

4. January 2, 1979 5. Perpetual
 (Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

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

7. 165 Madison Ave., Ste 2000, Memphis, TN 38103
 (Principal office address)
165 Madison Ave., Ste 2000, Memphis, TN 38103
 (Current mailing address)

8. To engage in the practice of law as permitted by the Florida Business Corporations Act.
 (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: Donald E. Christopher

Office Address: 390 North Orange Avenue, Ste 1875

Orlando . Florida 32801
 (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.


 (Registered agent's signature)

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.

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

A. DIRECTORS

Chairman: Ben C. Adams, Jr.Address: 165 Madison Ave., Ste 2000, Memphis, TN 38103Vice Chairman: Tim LupinacciAddress: 1600 Southtrust Tower 420 20th Street North Birmingham, AL 35203Director: John CalenderAddress: 920 Massachusetts Avenue, Ste 900, Washington, DC 20001Director: Jerry JohnsonAddress: Meadowbrook Office Park, 4268 I-55 North, Jackson, MS 39211**See attached listing for Additional Directors**

B. OFFICERS

President: Chairman and CEO-Ben C. Adams, Jr.Address: 165 Madison Ave., Ste 2000, Memphis, TN 38103Vice President: President and COO-Jerry StaufferAddress: 633 Chestnut Street, 1800 Republic Centre Chattanooga, TN 37450Secretary: Tim LupinacciAddress: 1600 Southtrust Tower 420 20th Street North Birmingham, AL 35203Treasurer: Assistant Secretary, Jim HughesAddress: 165 Madison Ave., Ste 2000, Memphis, TN 38103

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

13.

Ben C. Adams, Jr. Chairman/CEO

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Ben C. Adams, Jr.; Chairman of the Board/ Chief Executive Officer

(Typed or printed name and capacity of person signing application)

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Baker, Donelson, Bearman, Caldwell & Berkowitz, P.C.
Board of Directors
Attachment to Section 12 A to Florida Application for Registration of a Foreign Corporation

Dick Cowart
Commerce Center, Suite 1000
211 Commerce Street
Nashville, TN 37201

Bruce Doeg
Commerce Center, Suite 1000
211 Commerce Street
Nashville, TN 37201

Nancy Degan
201 St. Charles
Suite 3600
New Orleans, LA 70170

Barry Ford
Meadowbrook Office Park
4268 I-55 North
Jackson, MS 39211

Steve Trent
207 Mockingbird Lane
Johnson City, TN 37602

Roy Cheatwood
201 St. Charles
Suite 3600
New Orleans, LA 70170

Linda Klein
3414 Peachtree Road
Suite 1600
Atlanta, GA 30326

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STATE OF TENNESSEE
Tre Hargett, Secretary of State
 Division of Business Services
 William R. Snodgrass Tower
 312 Rosa L. Parks AVE, 6th FL
 Nashville, TN 37243-1102

Baker Donelson Bearman Caldwell & Berkowitz
 STE 800 COMMERCE CRT
 211 COMMERCE ST
 NASHVILLE, TN 37201

November 8, 2011

Request Type: Certificate of Existence/Authorization
 Request #: 0051130

Issuance Date: 11/08/2011
 Copies Requested: 1

Document Receipt

Receipt #: 562829

Filing Fee: \$20.00

Payment-Cash - Baker Donelson Bearman Caldwell & Berkowitz, NASHVILLE, TN

\$20.00

Regarding: **BAKER, DONELSON, BEARMAN, CALDWELL & BERKOWITZ, A PROFESSIONAL CORPORATION**

Filing Type: Corporation For-Profit - Domestic

Control #: 61031

Formation/Qualification Date: 01/02/1979

Date Formed: 01/02/1979

Status: Active

Formation Locale: Shelby County

Duration Term: Perpetual

Inactive Date:

CERTIFICATE OF EXISTENCE

I, Tre Hargett, Secretary of State of the State of Tennessee, do hereby certify that effective as of the issuance date noted above

BAKER, DONELSON, BEARMAN, CALDWELL & BERKOWITZ, A PROFESSIONAL CORPORATION

- * is a Corporation duly incorporated under the law of this State with a date of incorporation and duration as given above;
- * has paid all fees, taxes and penalties owed to this State (as reflected in the records of the Secretary of State and the Department of Revenue) which affect the existence/authorization of the business;
- * has filed the most recent corporation annual report required with this office;
- * has appointed a registered agent and registered office in this State;
- * has not filed Articles of Dissolution or Articles of Termination. A decree of judicial dissolution has not been filed.

Tre Hargett
 Tre Hargett

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