

F97000006168

BRUNINI, GRANTHAM, GROWER & HEWES, PLLC
ATTORNEYS AT LAW

REGINA A. PROCTOR

1400 TRUSTMARK BUILDING / 248 EAST CAPITOL STREET
JACKSON, MISSISSIPPI 39201

EDMUND L. BRUNINI
(1911-1992)

DIRECT: 601-960-6915
E-MAIL: rproctor@brunini.com

POST OFFICE DRAWER 119
JACKSON, MISSISSIPPI 39205

R. GORDON GRANTHAM
(1912-1986)

TELEPHONE: 601-948-3101
FACSIMILE: 601-960-6902

JOHN M. GROWER
OF COUNSEL

May 26, 1999

Secretary of State of Florida
Corporations Division
Qualification Section
409 E. Gaines Street
Tallahassee, FL 32399
VIA FEDERAL EXPRESS

RE: The Horizon Group, Inc.

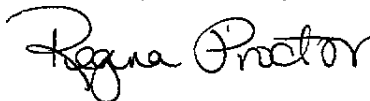
600002888796--0
-05/27/99--01084--007
*****35.00 *****35.00

Dear Madam or Sir::

I am enclosing an application for amended certificate of authority regarding the referenced company, along with certified copies of articles of amendment. I am also enclosing our firm's check in the amount of \$35.00 to cover the cost of the amendment. Please return the amendment to me at the address shown above. Thank you for your assistance in this matter.

Sincerely,

Brunini, Grantham, Grower & Hewes, PLLC



Regina A. Proctor
Legal Assistant

Enclosure

FILED
99 MAY 27 AM 11:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name Change
LFT 6-4-99

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

1. The Horizon Group, Inc. doing business in FL as Horizon Consulting, Inc.
Name of corporation as it appears on the records of the Department of State.
2. Mississippi 3. 11/21/97
Incorporated under laws of Date authorized to do business in Florida

FILED
99 MAY 27 AM 11:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 5/12/99
5. Consulting South, Inc.
Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.
6. If the amendment changes the period of duration, indicate new period of duration.
n/a
New Duration
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
n/a
New Jurisdiction

G. Edward Tucker, Jr.
Signature
G. Edward Tucker, Jr.
Typed or printed name

4/22/99
Date
President
Title

5/12

OFFICE OF THE MISSISSIPPI SECRETARY OF STATE
P.O. BOX 136, JACKSON, MS 39205-0136 (601) 359-1333
Articles of Amendment

The undersigned persons, pursuant to Section 79-4-10.06 (if a profit corporation) or Section 79-11-305 (if a nonprofit corporation) of the Mississippi Code of 1972, hereby execute the following document and set forth:

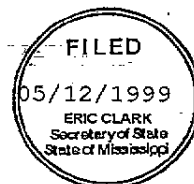
1. Type of Corporation

⇒ ☒ Profit ☐ Nonprofit

2. Name of Corporation

⇒ The Horizon Group, Inc.

3. The future effective date is
(Complete if applicable)

**4. Set forth the text of each amendment adopted.**

5. If an amendment for a business corporation provides for an exchange, reclassification, or cancellation of issued shares, set forth the provisions for implementing the amendment if they are not contained in the amendment itself. (Attach page)

6. The amendment(s) was (were) adopted on

⇒ March 1, 1999

Date(s)

FOR PROFIT CORPORATION (Check the appropriate box)

⇒ Adopted by ☐ the incorporators ☐ directors without shareholder action and shareholder action was not required.

FOR NONPROFIT CORPORATION (Check the appropriate box)

⇒ Adopted by ☐ the incorporators ☐ board of directors without member action and member action was not required.

FOR PROFIT CORPORATION

7. If the amendment was approved by shareholders

(a) The designation, number of outstanding shares, number of votes entitled to be cast by each voting group entitled to vote separately on the amendment, and the number of votes of each voting group indisputably represented at the meeting were

Designation	No. of outstanding shares	No. of votes entitled to be cast	No. of votes indisputably represented
⇒ Common Stockholder	11,111	11,111	11,111

OFFICE OF THE MISSISSIPPI SECRETARY OF STATE
P.O. BOX 136, JACKSON, MS 39205-0136 (601) 359-1333
Articles of Amendment

⇒				
---	--	--	--	--

(b) EITHER

(i) the total number of votes cast for and against the amendment by each voting group entitled to vote separately on the amendment was

Voting group	Total no. of votes cast FOR	Total no. of votes cast AGAINST
⇒		
⇒		

OR

(ii) the total number of undisputed votes cast for the amendment by each voting group was

Voting group	Total no. of undisputed votes cast FOR the plan
⇒ Common Stockholder	11,111
⇒	

and the number of votes cast for the amendment by each voting group was sufficient for approval by that voting group.

FOR NONPROFIT CORPORATION

8. If the amendment was approved by the members

(a) The designation, number of memberships outstanding, number of votes entitled to be cast by each class entitled to vote separately on the amendment, and the number of votes of each class indisputably represented at the meeting were

Designation	No. of memberships outstanding	No. of votes entitled to be cast	No. of votes indisputably represented
⇒			
⇒			

OFFICE OF THE MISSISSIPPI SECRETARY OF STATE
P.O. BOX 136, JACKSON, MS 39205-0136 (601) 359-1333
Articles of Amendment

(b) EITHER

(i) the total number of votes cast for and against the amendment by each class entitled to vote separately on the amendment was

Voting class	Total no. of votes cast FOR	Total no. of votes cast AGAINST


OR

(ii) the total number of undisputed votes cast for the amendment by each class was

Voting class	Total no. of undisputed votes cast FOR the amendment

and the number of votes cast for the amendment by each voting group was sufficient for approval by that voting group.

By: Signature



(Please keep writing within blocks)

Printed Name

G. Edward Tucker, Jr.

Title

President

ATTACHMENT TO THE
ARTICLES OF AMENDMENT
OF THE
ARTICLES OF INCORPORATION
OF
THE HORIZON GROUP, INC.

The Articles of Incorporation of the Corporation are amended
as follows:

1. The name of the corporation is Consulting South, Inc.

BRUNINI, GRANTHAM, GROWER & HEWES, PLLC

REGINA A. PROCTOR

DIRECT
(601) 960-0915

INTERNET
RPROCTOR@BRUNINI.COM

1400 TRUSTMARK BUILDING
348 EAST CAPITOL STREET
JACKSON, MISSISSIPPI 39201

MAILING ADDRESS
POST OFFICE DRAWER 19
JACKSON, MISSISSIPPI 39205

TELEPHONE
(601) 948-7101

FACSIMILE
(601) 960-0902

EDMUND L. BRUNINI
(1911-1992)

R. GORDON GRANTHAM
(1912-1986)

JOHN M. GROWER
OF COUNSEL

May 12, 1999

HAND DELIVER

Mississippi Secretary of State
Business Services Division
202 N. Congress Street
Jackson, Mississippi 39201

Dear Madam or Sir:

I am enclosing for filing in your office amended articles of incorporation of The Horizon Group, Inc. Also enclosed is our firm's check in the amount of \$50.00 for the filing fee. Please return the received copy to our office representative. Please return the filed copy to me at the address shown above. Thank you for your assistance in this matter.

Sincerely,

BRUNINI, GRANTHAM, GROWER & HEWES, PLLC



Regina A. Proctor
Legal Assistant

Enclosure

OFFICE OF THE MISSISSIPPI SECRETARY OF STATE
P.O. BOX 136, JACKSON, MS 39205-0136 (601) 359-1333
Articles of Incorporation

The undersigned, pursuant to Section 79-4-2.02 (if a profit corporation) or Section 79-11-137 (if a nonprofit corporation) of the Mississippi Code of 1972, hereby executes the following document and sets forth:

1. Type of Corporation

⇒ ☒ Profit ☐ Nonprofit

2. Name of the Corporation

⇒

3. The future effective date is
(Complete if applicable)

⇒ 4. FOR NONPROFITS ONLY: The period of duration is years or perpetual

5. FOR PROFITS ONLY: The Number (and Classes) if any of shares the corporation is authorized to issue is (are) as follows

Classes	# of Shares Authorized	If more than one (1) class of shares is authorized, the preferences, limitations, and relative rights of each class are as follows:
⇒ Common	100,000	<input type="text"/>
⇒ <input type="text"/>	<input type="text"/>	



6. Name and Street Address of the Registered Agent and Registered Office is

⇒ Name

⇒ Physical Address

⇒ P.O. Box

⇒ City, State, ZIP5, ZIP4

7. The name and complete address of each incorporator are as follows

⇒ Name

⇒ Street

OFFICE OF THE MISSISSIPPI SECRETARY OF STATE
P.O. BOX 136, JACKSON, MS 39205-0136 (601) 359-1333
Articles of Incorporation

⇒ City, State, ZIP5, ZIP4

⇒ Name

⇒ Street

⇒ City, State, ZIP5, ZIP4

⇒ Name

⇒ Street

⇒ City, State, ZIP5, ZIP4

⇒ Name

⇒ Street

⇒ City, State, ZIP5, ZIP4

⇒ 8. Other Provisions ☐ See Attached

9. Incorporators' Signatures (please keep writing within blocks)

<i>Louis G. Fuller</i>	

BRUNINI, GRANTHAM, GROWER & HEWES, PLLC
ATTORNEYS AT LAW

GEORGE P. HEWES, III
NEWT P. HARRISON
RICHARD W. DORTCH
LEIGH B. ALLEN, III
EDMUND L. BRUNINI, JR.
LAWRENCE L. ALLISON, JR.
CHARLES P. ADAMS, JR.
W. DAVID WATKINS
HOLMES S. ADAMS
WILLIAM L. SMITH
JEFFERSON D. STEWART
ROBERT D. DRINKWATER
CHRISTOPHER A. SHAPLEY
K. DAVID KAUFMAN
JOHN E. MILNER
R. WILSON MONTGOMERY II
WALTER S. WHEAMS
JAMES T. THOMAS, IV
JAMES A. KEITH
LOUIS G. FULLER
WATTS C. UELTSCHY

W. RODNEY CLEMENT, JR.
BROOKS EASON
JOHN E. WADE, JR.
PERRY SANSING
LYNNE K. GREEN
JAMES L. HALFORD
GRANVILLE TATE, JR.
ANNE C. SANDERS
JAMES W. YOUNG, JR.
CHERL D. GREEN
STEPHEN J. CARMODY
DORIAN E. TURNER
PAMELA W. HILL
JOSEPH E. VARNER, III
KATHRYN R. GILCHRIST
EUGENE R. WASSON
D. DAVID ANDRESS
MICHAEL R. CRAVES
M. PATRICK MCDOWELL
J. JEFFREY TROTTER
JAMES A. MCCULLOUGH, II

January 8, 1996

1400 TRUSTMARK BUILDING
248 EAST CAPITOL STREET
JACKSON, MISSISSIPPI 39201
MAILING ADDRESS
POST OFFICE DRAWER 119
JACKSON, MISSISSIPPI 39205

TELEPHONE

601-948-3101

FACSIMILE

601-940-6402

EDMUND L. BRUNINI

1911-1992

R. GORDON GRANTHAM

1912-1986

JOHN R. HUTCHERSON

1939-1990

JOHN M. GROWER

OF COUNSEL

HAND DELIVER

Mississippi Secretary of State
Business Services Division
202 N. Congress Street
Suite 601
Jackson, Mississippi 39201

Re: The Horizon Group, Inc.

Dear Sir:

Enclosed is an original and one conforming copy of the Articles of Incorporation for the above-referenced company, along with our check in the amount of \$50.00 for the filing fee. Please return the file stamped copy to me in the enclosed self-addressed envelope.

Sincerely,

BRUNINI, GRANTHAM, GROWER & HEWES, PLLC

Regina Proctor

Regina A. Proctor
Legal Assistant

Enclosures

STATE OF MISSISSIPPI

ARTICLES OF INCORPORATION

FILED FOR RECORDING

IN THE OFFICE OF THE

CLERK

John M. Grower

STATE OF MISSISSIPPI
CLERK OF THE SUPREME COURT

STATE OF MISSISSIPPI

I hereby certify that this is a true
and complete copy of the 8 page
document on file in this office.

DATED MAY 25 19 99

Eric Clark

BY: John Carroll Jr.

This Certification Stamp Replaces Our
Previous Certification System.