

Document Number Only

F98000002137

C T Corporation System.

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301

City

State

Zip

Phone

CORPORATION(S) NAME

7000002489427--4  
-04/15/98--01046--004  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

New South Agency, Inc.

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| <input type="checkbox"/> NonProfit                 | <input type="checkbox"/> Dissolution/Withdrawal        | <input type="checkbox"/> Mark               |
| <input type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Annual Report                 | <input type="checkbox"/> Other              |
| <input checked="" type="checkbox"/> Foreign        | <input type="checkbox"/> Reservation                   | <input type="checkbox"/> Change of R.A.     |
| <input type="checkbox"/> Limited Partnership       | <input type="checkbox"/> Limited Liability Partnership | <input type="checkbox"/> Fictitious Name    |
| <input type="checkbox"/> Reinstatement             | <input type="checkbox"/> Certified Copy                | <input type="checkbox"/> CUS                |
| <input type="checkbox"/> Photo Copies              | <input type="checkbox"/> Call When Ready               | <input type="checkbox"/> After 4:30         |
| <input type="checkbox"/> Call if Problem           | <input checked="" type="checkbox"/> Walk In            | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Will Wait                 | <input type="checkbox"/> Mail Out                      |   |

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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. New South Agency, Inc.

(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION", or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Alabama

(State or country under the law of which it is incorporated)

3. Applied For

(FEI number, if applicable)

4. March 19, 1998

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))

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98 APR 15 PM 12:43

7. 1900 Crestwood Boulevard, Birmingham, Alabama 35210

(Current mailing address)

8. See Attached Purpose Clause

(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine Island Road

Plantation, Florida, 33324

(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.*

C T Corporation System

Dale W. Morris

(Registered agent's signature) (Officer)

Dale W. Morris, Assistant Vice President

(Type Name and Title of Officer)

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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached list of directors

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice Chairman: See attached list of directors

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: See attached list of directors

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

B. OFFICERS

President: See attached list of officers

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

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Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

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

13. Lizabeth R. Nichols  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Lizabeth R. Nichols, Secretary  
(Typed or printed name and capacity of person signing application)

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## DIRECTORS

William T. Ratliff, III

Robert M. Couch

Lizabeth R. Nichols

## OFFICERS

William T. Ratliff, III

Chairman

Robert M. Couch

President

Tammy Tanner

Assistant Vice President

Lizabeth R. Nichols

Secretary

## Address of Officers & Directors

1900 Crestwood Boulevard  
Birmingham, Alabama 35210

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### ARTICLE III

#### Purposes

3.1 The purposes, objectives and powers of the Corporation are:

a. To engage in any lawful acts or activities for which corporations may be organized under the Alabama Business Corporation Act, it being the intent of this Section 3.1 to invest the Corporation with the broadest purposes, objects and powers lawfully permitted a corporation formed under said Act.

b. To carry on any and all aspects, ordinary or extraordinary, of any lawful business and to enter into and carry out any transaction, ordinary or extraordinary, permitted by law, having and exercising in connection therewith all powers given to corporations by the laws of the State of Alabama.

c. Without limiting the scope and generality of the foregoing, the Corporation shall have the following specific purposes, objects and powers:

1) To act as agent or broker for the sale of life, disability, health and accident insurance, annuities, endowments, property and casualty and every other kind of insurance in such places as may be approved by the Board of Directors subject to applicable regulatory approvals.

2) To acquire, own, manage, operate, improve or deal with and to sell, lease, mortgage, pledge, distribute or otherwise deal in and dispose of, property of every kind and wheresoever situated.

3) To be a promotor or incorporator, to subscribe for, purchase, deal in and dispose of, any stock, bond, obligation or other security, of any person, firm, corporation or governmental unit, and while the owner and holder thereof to exercise all rights of possession and ownership.

4) To purchase or otherwise acquire (including, without limitation to purchase its own shares to the extent of unreserved and unrestricted capital surplus available therefor) to the fullest extent permitted by the Alabama Business Corporation Act and to sell, pledge or otherwise deal in or dispose of shares of its own stock, bonds, obligations or other securities.

5) To borrow money from any person, firm, corporation or governmental unit and to secure any debt by mortgage or pledge of any property of the Corporation; to make contracts, guarantees, and indemnity agreements and incur liabilities and issue its notes it not inconsistent with the provisions of the Constitution of Alabama as the same may be amended from time to time.

6) To lend money, extend credit or use its credit to assist any person, firm, corporation or governmental unit, including, without limitation, its employees and directors and those of any subsidiary, in accordance with and subject to the provisions of the Alabama Business Corporation Act.

7) To guarantee any indebtedness and other obligations of, and to lend its aid and credit to, any person, firm, corporation or governmental unit, and to secure the same by mortgage or pledge of, or security interest in, any property of the Corporation.

8) To consolidate, merge or otherwise reorganize in any manner permitted by law; to engage in one or more partnerships and joint ventures as general or limited partner.

9) To carry on its business anywhere in the United States and in foreign countries.

10) To elect or appoint officers and agents and define their duties and fix their compensation; to pay pensions and establish pension plans, pension trusts, profit sharing plans, stock bonus plans, stock option plans, and other incentive or deferred compensation plans for any or all of its directors, officers and employees.

11) To make donations for the public welfare or for charitable, scientific, or educational purposes; to transact any lawful business which the Board of Directors shall find to be in aid of governmental policy.

All words, phrases and provisions appearing in this Section 3.1 are used in their broadest sense, are not limited by reference to or inference from any other words, phrases or provisions and shall be so construed.

# STATE OF ALABAMA

I, Jim Bennett, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that the domestic corporation records on file in this office disclose that New South Agency, Inc. incorporated in Jefferson County, Birmingham, Alabama on March 19, 1998. I further certify that the records do not disclose that said New South Agency, Inc. has been dissolved. \_\_\_\_\_

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In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

March 20, 1998

Date

*Jim Bennett*

Jim Bennett

Secretary of State