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PRESTON HALL
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 170770 43791:2

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : November 27, 1996

ORDER TIME : 3:06 PM

ORDER NO. : 170770-005

CUSTOMER NO: 4379142

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-12/02/96--01008--004
***122.50 ***122.50

CUSTOMER: Ms. Priscilla Schmerer
BOLING & MCCART

Suite 700
76 South Laura Street
Jacksonville, FL 32202

DOMESTIC FILING

NAME: TRANSAMERICAN SUPPORT
SERVICES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX _____ CERTIFIED COPY
 _____ PLAIN STAMPED COPY
 _____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

FILED
96 NOV 27 AM 8:41
STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 NOV 27 PM 4:07
DIVISION OF COMPOSITION

DEC 2 1966

ARTICLES OF INCORPORATION
OF
TRANSAMERICAN SUPPORT SERVICES, INC.

FILED
96 NOV 27 AM 8:41
TALLAHASSEE STATE
FLORIDA

ARTICLE I - NAME AND MAILING ADDRESS

The name of this corporation is TRANSAMERICAN SUPPORT SERVICES, INC. and the mailing address is 9951 Atlantic Boulevard, Suite 175, Jacksonville, Florida 32225.

ARTICLE II -

LIMITATIONS OF PURPOSES AND POWERS AND
DEDICATION OF ASSETS TO EXEMPT PURPOSE

This Corporation is constituted so as to attract substantial support from contributions directly or indirectly from a representative number of persons in the community in which it operates, has not been formed for pecuniary profit or financial gain, and no part of the assets, income or profit of this Corporation is or shall ever be distributable to or shall ever inure to the benefit of its directors, officers or members except to the extent permitted under Chapter 617, Florida Statutes, the Florida Not for Profit Corporation Act. No substantial part of the activities of this Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

The purposes for which this Corporation is organized are exclusively charitable, scientific, literary, and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (the "Code") or the corresponding provision of any future United States Internal Revenue law.

Notwithstanding any other provision of these Articles, this Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501(c)(3) of the Code.

Upon the dissolution of this Corporation, its assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Court possessing jurisdiction in the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE III - DURATION

This Corporation shall exist perpetually.

ARTICLE IV - PURPOSE

The purposes for which this Corporation is formed are exclusively charitable, scientific, literary and educational

purposes within the meaning and intent of Section 501(c)(3) and Section 170(c)(2) of the Code, and in this connection, to provide medical care, assistance and supplies to the disadvantaged.

ARTICLE V - MEMBERS

This Corporation is a corporation not for profit as defined in Chapter 617, Florida Statutes, the Florida Not for Profit Corporation Act, and is a non-stock corporation as provided thereunder. This Corporation shall allow the admission of members thereof and the Board of Directors is granted the authority, in its sole discretion, but shall not be required, to establish classes of membership, provide for and limit voting rights to one or more of such classes, establish qualifications for admission to membership and to determine such membership fees as shall be required for the maintenance of membership, and to determine the rights and privileges accorded to each class of membership.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 76 South Laura Street, Suite 700, Jacksonville, Florida 32202, and the name of the initial registered agent is John L. Boling.

ARTICLE VII - LIMITATION ON ACTIVITIES

Nothing herein shall authorize this Corporation directly or indirectly to engage in or include among its purposes any of the activities prohibited under Chapter 617, Florida Statutes, the Florida Not for Profit Corporation Act.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This Corporation shall have three (3) directors initially. The number of directors may be either increased or decreased from time to time by the by-laws but shall never be less than three (3). The terms of the directors shall be prescribed by the by-laws.

ARTICLE IX - INCORPORATOR

The name and address of the incorporator of these Articles is:

Michael Chelette	2040 Schumacher Avenue Jacksonville, Florida 32207
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ARTICLE X - INCOME AND DISTRIBUTION

No part of the income of this Corporation shall inure to the benefit of any member, director or officer of this Corporation or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation in conformity with one or more of its stated purposes), and no member, director or officer of this Corporation or any private

individual shall be entitled to share in any distribution of the corporate assets at any time.

ARTICLE XI - INDEMNITY

This Corporation shall indemnify any director, officer or employee or former director, officer or employee of the Corporation against expenses actually and necessarily incurred by him in connection with the defense of any action, suit or proceeding in which he is made a party by reason of being or having been such a director, officer, or employee, except in relation to matters as to which he shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of his duties. The Corporation may also reimburse any director, officer or employee for the reasonable costs of settlement of any such action, suit or proceeding, if it shall be found by a majority of a committee composed of the directors of the Corporation not involved in the matter in controversy (whether or not a quorum) that it was to the best interests of the Corporation that such settlement be made and that such director, officer, or employee was not guilty of negligence or misconduct. Such rights of indemnification and reimbursement shall not be deemed exclusive of any other rights to which such director, officer or employee may be entitled under the laws of the State of Florida, the by-laws, any formal agreement, vote of the members, or otherwise.

ARTICLE XII - AMENDMENT AND BY-LAWS

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment thereto, which right shall be exercised by the majority vote of the Board of Directors, provided that no such amendment shall jeopardize in any way this Corporation's status as a corporation not for profit under the laws of the State of Florida nor its status as a tax exempt organization under Sections 501(c)(3) and/or 170(c)(2) of the Code.

The initial by-laws of this Corporation shall be adopted by the Board of Directors. The by-laws may be repealed or amended from time to time by the Board of Directors.

ARTICLE XIII - MISCELLANEOUS

Membership in this Corporation shall not be required to make any person eligible to hold office either as an officer, director, or employee of this Corporation.

Any member present at any meeting of the membership either in person or by proxy or any director present in person at any meeting of the Board of Directors shall conclusively be deemed to have received proper notice of such meeting unless he shall make specific objection at such meeting to any defect or insufficiency of notice.

The Board of Directors is hereby specifically authorized to make provision in its sole discretion for reasonable compensation to members of the Board of Directors for their services as

directors, to the officers of this Corporation, and to any employee of this Corporation, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the Corporation may also serve the Corporation in any other capacity and receive compensation therefor in any form as provided herein.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 22 day of NOVEMBER, 1996.



MICHAEL CHELETTE

STATE OF FLORIDA)
) ss.
COUNTY OF DUVAL)

BEFORE ME personally appeared MICHAEL CHELETTE, personally known to me or who produced _____ as identification, and who executed the foregoing Articles of Incorporation, and acknowledged to and before me that he executed these Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and official seal this 22nd day of
November, 1996, at Jacksonville, County and State
aforesaid.

John E. Bolig
Notary Public, State of Florida
at Large

My Commission Expires:



John Loyd Bolig
MY COMMISSION # 00153760 EXPIRES
September 3, 2000
BOLIG TRUST LIFE INSURANCE, INC.

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 48.901, Florida Statutes, the
following is submitted, in compliance with said Act

First--That TRANSAMERICAN SUPPORT SERVICES, INC., desiring
to organize under the laws of the State of Florida with its
principal office as indicated in the Articles of Incorporation at
City of Jacksonville, County of Duval, State of Florida, has
named JOHN L. BOLING, located at 76 South Laura Street, Suite
700, Jacksonville, Florida 32202, County of Duval, State of
Florida, as its agent to accept service of process within the
State.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

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 office.

BY: _____

John L. Boling
JOHN L. BOLING
(Resident Agent)

FILED
SECTION 27 NOV 8 41
JACKSONVILLE FLORIDA