

PO00000036222

Document Number Only

CT Corporation System  
660 East Jefferson Street  
Tallahassee, FL 32301  
Tel 850 222 1092  
Fax 850 222 7615  
Attn: Jeff Netherton

900003201169--5  
-04/10/00--01078--002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

CORPORATION(S) NAME

PGS Securities Corp.

FILED  
DO APR 10 PM 3:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name \_\_\_\_\_  
Availability \_\_\_\_\_  
Document \_\_\_\_\_  
Examiner \_\_\_\_\_  
Updater \_\_\_\_\_  
Verifier \_\_\_\_\_  
Acknowledgement \_\_\_\_\_  
W.P. Verifier \_\_\_\_\_

04/10/00

RECEIVED  
00 APR 10 AM 11:19  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

ajc  
00-015  
u

ARTICLES OF INCORPORATION  
OF  
PGS SECURITIES CORP.

FILED  
00 APR 10 PM 3:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Corporation is **PGS Securities Corp.**

ARTICLE II - PURPOSE

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III - CAPITAL STOCK

This Corporation is authorized to issue one thousand (1,000) shares of common stock, which shall be designated "Common Shares" and shall have \$.01 par value.

ARTICLE IV - INITIAL BOARD OF DIRECTORS

This Corporation shall have five (5) Directors initially. The number of Directors may be increased or diminished from time to time by the Bylaws but shall never be less than one (1). The names and addresses of the initial Directors of this Corporation are:

<u>Name</u>	<u>Address</u>
Alan H. Anderson	814 Highway A1A Suite 300 Ponte Vedra Beach, FL 32082
Linda Cleveland	814 Highway A1A Suite 300 Ponte Vedra Beach, FL 32082
Francis X. Keaveney	814 Highway A1A Suite 300 Ponte Vedra Beach, FL 32082
Paul S. Ross	814 Highway A1A Suite 300 Ponte Vedra Beach, FL 32082

Randy E. Stelk

814 Highway A1A  
Suite 300  
Ponte Vedra Beach, FL 32082

#### ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent and office of this Corporation is CT Corporation System, 1200 South Pine Island Road, Plantation, Florida 33324.

#### ARTICLE VI - INITIAL PRINCIPAL OFFICE

The location and mailing address of the initial principal office of the Corporation is 814 Highway A1A, Suite 300, Ponte Vedra Beach, FL 32082.

#### ARTICLE VII - BYLAWS

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Shareholders or the Directors.

#### ARTICLE VIII - INDEMNIFICATION

The Corporation may indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

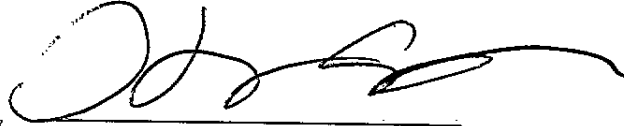
#### ARTICLE IX - INCORPORATOR

The name and address of the Incorporator of the Corporation is Steven E. Fox, Esq., 2700 International Tower, 229 Peachtree Street, N.E., Atlanta, Georgia 30303.

#### ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation  
this 7th day of April, 2000.

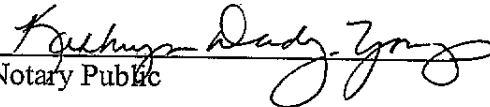
A handwritten signature in black ink, appearing to read 'Steven E. Fox', written over a horizontal line.

Steven E. Fox, Esq.  
2700 International Tower  
229 Peachtree Street, N.E.  
Atlanta, Georgia 30303

STATE OF GEORGIA     )  
                                      )  
COUNTY OF FULTON    )

Before me, a Notary Public authorized in the State and County set forth above, personally appeared Steven E. Fox, Esq., known to me and known by me to be the person who, as the above-named Incorporator, executed the foregoing Articles of Incorporation of **PGS Securities Corp.**, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 7<sup>th</sup> day of April, 2000.

  
Notary Public

My Commission Expires: 11/2/02

352934



ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for **PGS Securities Corp.**, at the place designated in Article V of these Articles of Incorporation, I hereby state that I am familiar with the obligations of that position and hereby agree to act in that capacity. The undersigned further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of its duties as registered agent.

Dated this 10<sup>th</sup> day of April, 2000.

CT Corporation System

BY: Connie Bryan  
**CONNIE BRYAN**  
**SPECIAL ASSISTANT SECRETARY**

352934

**FILED**  
00 APR 10 PM 3:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA