

CORPORATE  
ACCESS,  
INC.

00000039876

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

WALK IN

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FILING Article

FILED  
00 APR 20 PM 3:55  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

1.) Employee Benefits Investment Group, Inc  
(CORPORATE NAME & DOCUMENT #)

2.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

RECEIVED  
00 APR 20 PM 2:09  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

3.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

4.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

5.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

SPECIAL INSTRUCTIONS \_\_\_\_\_

T. SMITH APR 20 2000

**ARTICLES OF INCORPORATION**  
**OF**  
**EMPLOYEE BENEFITS INVESTMENT GROUP, INC.**

**FILED**  
**00 APR 20 PM 3:55**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

**ARTICLE I - NAME**

The name of this corporation shall be:

**EMPLOYEE BENEFITS INVESTMENT GROUP, INC.**

**ARTICLE II - NATURE OF BUSINESS**

The general nature of the business to be transacted by this corporation is:

To engage in services and activities associated with decision making in the public and private sector.

To engage in any other lawful business, to purchase, or otherwise acquire, and to own, mortgage, pledge, sell, convey, assign, transfer, or otherwise dispose of, and to invest in and hold real or personal property, of every class, kind, and description, and to otherwise engage in any legal business or activity permitted under the laws of the State of Florida and in all other States and counties.

To conduct said business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and license in the State of Florida and in all other States and counties.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness, and execute such mortgages and transfers of corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, mortgage, transfer, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, of any other corporation of the State of Florida or any other State or Government, and while owner of such stock to exercise all of the rights, powers, and privileges of ownership, including the right to vote such stock.

**ARTICLE III - CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares at no par value.

**ARTICLE IV - PREEMPTIVE RIGHT**

Holders of the common stock shall have the right to subscribe and purchase their pro rata shares of any new common stock which may be issued by the corporation.

**ARTICLE V - TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE VI - PRINCIPAL OFFICE**

The principal place of business and mailing address of the corporation shall be at 3987 Cattail Pond Drive in Jacksonville, Florida 32224.

**ARTICLE VII - INITIAL REGISTERED AGENT & ADDRESS**

The name and address of the initial registered agent is Arthur B. Troncoso, Jr., of 3987 Cattail Pond Drive in Jacksonville, Florida 32224.

**ARTICLE VIII - DIRECTOR**

This corporation shall not have more than one (1) director initially. The number of directors may be increased or diminished from time to time by ByLaws adopted by the stockholders.

**ARTICLE IX - INITIAL DIRECTORS AND OFFICERS**

The name and address of the Initial Director and Officers are:

NAME	ADDRESS
Arthur B. Troncoso, Jr. D/P/S/T	3987 Cattail Pond Drive Jacksonville, Florida 32224
Gene L. McKinney VP	5020 Graystone Way Birmingham, AL 35242



**CERTIFICATE OF DESIGNATION**

**REGISTERED AGENT/REGISTERED OFFICE**

The undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

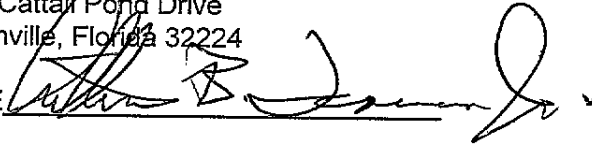
The name of the corporation is:

Employee Benefits Investment Group, Inc.

The name and address of the Registered Agent is:

Arthur B. Troncoso, Jr.  
3987 Cattail Pond Drive  
Jacksonville, Florida 32224

SIGNATURE



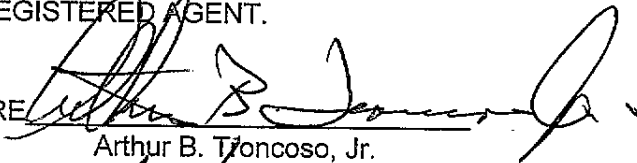
TITLE President

DATE

4/19/00

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE



Arthur B. Troncoso, Jr.

DATE

4/19/00

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TALLAHASSEE, FLORIDA