

GRACIE & ASSOCIATES, LLC

Attorneys at Law  
Brooks B. Gracie III

P000000093856

October 2, 2000

Division of Corporations  
Department of State  
409E Gaines Street  
Tallahassee, Florida 32399

400003413094--4  
-10/03/00--01070--003  
\*\*\*\*122.50 \*\*\*\*\*78.75

Re: Lakeland Financial Services, Inc.

Gentlemen/Ladies:

I enclose the original and one copy of the Articles of Incorporation for Lakeland Financial Services, Inc., along with our check in the amount of \$122.50 to cover the filing fee.

Please return the receipted copy to my attention in the enclosed federal express envelope.

Please call me if you have any questions or if additional information is requested.

Sincerely yours,



Polly S. Sampson  
Corporate Paralegal

PSS

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

00 OCT -3 PM 4:00

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLES OF INCORPORATION

OF

### LAKELAND FINANCIAL SERVICES, INC.

The undersigned, acting as incorporator of Lakeland Financial Services, Inc. under the Florida General Corporation Act, adopts the following Articles of Incorporation.

#### ARTICLE I - NAME

The name of the Corporation is: LAKELAND FINANCIAL SERVICES, INC.

#### ARTICLE II - COMMENCEMENT OF EXISTENCE

The existence of the Corporation will commence at such time as these Articles of Incorporation are accepted by the Florida Secretary of State.

#### ARTICLE III - DURATION

The duration of the Corporation will be perpetual.

#### ARTICLE IV - PURPOSE

(a) To conduct and operate a general insurance agency business in all lines of insurance and to represent as agent or broker insurance companies organized or admitted to do business in the State of Florida; to serve as general agent, manager, or in other representative capacities insurance companies organized or admitted to do an insurance business in this state and to appoint sub-agents, brokers or salesmen for the companies under the terms of any contract with the insurance companies; to promote the affairs of insurance companies and to advise and counsel, to the extent permitted by the Florida Business Corporation Act, with respect to insurance underwriting and to consult with or serve as broker for assureds in dealing with insurance companies and insurance problems; to act as insurance agent, broker or solicitor in the sale or negotiation of all forms of insurance; and to deal with and engage in all of the activities enumerated in these purposes as owner, proprietor, manager or agent for others on any legitimate contractual basis; and

(b) To provide and sell all types of financial products and services, including annuities and mutual funds; and

(c) To transact any and all lawful businesses for which a corporation may be incorporated under the Florida General Corporation Act.

## **ARTICLE V - AUTHORIZED SHARES**

The maximum number of shares of that the Corporation is authorized to have outstanding at any time is one thousand (1,000) shares of common stock having a par value of One Dollar (\$1.00) per share. The consideration to be paid for each share shall be fixed by the Board of Directors and may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services actually performed for the Corporation, with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

## **ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the principal and initial registered office of the Corporation is: 3504 S. Florida Avenue, Lakeland, Florida 33803, and the name of the Corporation's initial registered agent at that address is Bob Ettensohn.

## **ARTICLE VII - INITIAL BOARD OF DIRECTORS**

The Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time, as provided in the Bylaws. The initial director of the Corporation shall be Bob Ettensohn who shall serve in such capacity until the first annual meeting of the stockholder, or until his successor is duly elected and qualified.

## **ARTICLE VIII - INCORPORATOR**

The name and street address of the incorporator is:


<u>Name</u>	<u>Address</u>
Brooks B. Gracie III, Esq.	7315 Wisconsin Avenue Suite 420E Bethesda, Maryland 20814

## **ARTICLE IX - INDEMNIFICATION**

To the extent permitted by law, the Corporation shall indemnify and hold harmless each person serving as Officers or Directors of the Corporation, and each person who serves at the request of the Corporation as a Director or Officer of any other Corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his being Director or Officer of the Corporation, or by reason of any action alleged to have been taken or omitted by him as a Director or Officer. The Corporation shall reimburse each person for all costs, legal and other expenses reasonably incurred by him in connection with any claim or liability as to which it shall be adjudged that such Officer or Director is liable to the extent permitted by law.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything therein contain or restrict the right of the Corporation to indemnify or reimburse such person in any proper case even though not specifically provided for herein.

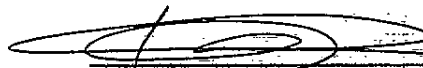
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 2<sup>nd</sup> day of October, 2000.

  
\_\_\_\_\_  
Brooks B. Gracie III, Incorporator

STATE OF MARYLAND                    )  
  )     SS:  
COUNTY OF MONTGOMERY         )

Before me, the undersigned authority, personally appeared Brooks B. Gracie III, to me well known to be the person described in and who executed and subscribed the foregoing Articles of Incorporation, and he acknowledged before me, that he executed the same and subscribed to the same for the purposes therein expressed.

WITNESS my hand and official seal at Bethesda, Montgomery County, Maryland this 2<sup>nd</sup> day of October, 2000.

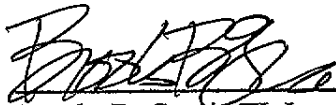
  
\_\_\_\_\_  
Notary Public, State of Maryland  
at Large

My Commission Expires: 7/31/02

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida statutes, the following is submitted:

That Lakeland Financial Services, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at City of Lakeland, State of Florida, has named Bob Ettensohn, who resides at 3504 S. Florida Avenue, Lakeland, Florida 33803, as its agent to accept service of process within Florida.

  
\_\_\_\_\_  
Brooks B. Gracie III, Incorporator

10/2/00  
\_\_\_\_\_  
Date

**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

Having been named as registered agent for Lakeland Financial Services, Inc. in the foregoing Articles of Incorporation I, on behalf of Lakeland Financial Services, Inc., hereby agree to accept service of process for said corporation and to comply with all statutes relative to the complete and proper performance of the duties of a registered agent. I am familiar with and accept the obligations of F.S. §607.325.

LAKELAND FINANCIAL SERVICES, INC.

Bob Ettensohn  
Bob Ettensohn

**FILED**  
00 OCT -3 PM 4:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA