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TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FILED
02 AUG 22 PM 2:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: McCormick, Banister + Co, Inc.

Enclosed is an original and one (1) copy of the Certificate of Domestication and a check for:

FEES:

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	\$78.75
Total to domesticate and file	\$128.75

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-08/21/02--01050--014
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OPTIONAL:

Certificate of Status	\$ 8.75
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~~-08/21/02--01050--014~~
~~****137.50 ****137.50~~

FROM: Louise M. Putnam
Name (Printed or typed)

14421 Newgate Rd
Address

Midlothian, VA 23113
City, State & Zip

804-378-9970
Daytime Telephone number

CERTIFICATE OF DOMESTICATION

The undersigned, Stephen F. McCormick, CHA/CEO,
(Name) (Title)
of McCormick, Bannister & Co., Inc. a foreign Corporation,
(Corporation Name)
in accordance with F.S., 607.1801 does hereby certify:

1. The date on which corporation was first formed was August 23.
2. The jurisdiction where the above named corporations was first formed, incorporated, or otherwise came into being was MADISON, WISCONSIN.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was McCormick, Bannister & Co., Inc.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this certificate is McCormick, Bannister & Co., Inc.
5. The jurisdiction that constituted the seat, siege, social principal place of business or central administration of the corporation, or any other equivalent thereto under applicable law immediately prior to the filing of the Certificate of Domestication was MADISON, WISCONSIN
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am CHA/CEO, of McCormick, Bannister & Co., Inc.
and am authorized to sign this certificate of Domestication on behalf of the corporation and have done so this the 15 day of August, 2002

Stephen F. McCormick
(Authorized Signature)

Filing Fee:

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	\$78.75
Total to domesticate and file	\$128.75

ARTICLES OF INCORPORATION

In compliance with Chapter F.S., 607.

ARTICLE I NAME

The name of the corporation shall be:

McCormick, Bannister & Co., Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailling address is:

14421 Newgate Road
Midlothian, VA 23113

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

The purposes for which the corporation is organized are to engage in any lawful activity within the purposes for which a corporation may be organized under the state of Florida.

ARTICLE IV SHARES

The number of shares of stock is:

The number of shares of stock that this corporation is authorized to have outstanding is 9,000 at any one time. The par value of each share of stock is \$.10.

ARTICLE V INITIAL OFFICERS/DIRECTORS (optional)

The name(s) and address(es):

Stephen F. McCormick - Chairman of the Board and Chief Executive Officer
Anne A. McCormick - Vice President
John F. McCormick - President
Louise M. Putnam - Secretary/Treasurer

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent is:

Stephen F. McCormick
4927 Coach Lane
Naples, FL 34114

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Stephen F. McCormick
4927 Coach Lane
Naples, FL 34114

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 am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Signature/Registered Agent

August 15, 2002

Date



Signature/Incorporator

August 15, 2002

Date

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