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MAIL TO: POST OFFICE BOX 1831 PENSACOLA, FLORIDA 32598-1831

April 25, 2003

Department of State Division of Corporations PO Box 6327 Tallahassee, FL 32314

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IOHN B. TR AVYOR

TIFFANY T. WOODWARD
Also Licensed In Alabama

MAUREEN DUIGNAN
Board Certified Criminal Trial Lawyer
Also Licensed In New York

Domestication of Tamerlane, Inc. Re:

Dear Sir or Madam:

Enclosed is an original and one (1) copy of the Certificate of Domestication and the accompanying Articles of Incorporation for the above referenced corporation. Also enclosed is our check for \$128.75 for the filing of the Certificate and Articles, and a certified copy of the Articles. If you should have any questions, please do not hesitate to contact me.

> Sincerely, Shell Fleming Davis & Menge

Jason R. Mosley

CERTIFICATE OF DOMESTICATION

The undersigned, Patrice N. Cavanaugh, Vice President of Tamerlane, Inc., a foreign Corporation, in accordance with F.S. 607.1801 does hereby certify:

- 1. The date on which the corporation was first formed is November 24, 1999.
- 2. The jurisdiction where the above named corporation was first formed \(\sigma \) incorporated, or otherwise came into being is North Carolina.
- The name of the corporation immediately prior to the filing of the 3. Certificate of Domestication is Tamerlane, Inc.
- 4. The name of the corporation, as set forth in its Articles of Incorporation, to be filed pursuant to § 607.0202 and 607.0401 with this certificate is Tamerlane, Inc.
- 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 is 1170 Pope Court, Wilmington, North Carolina 28405.
- 6. Attached are Florida Articles of Incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am Patrice N. Cavanaugh, Vice President of Tamerlane, Inc. and am authorized to sign this Certificate of Domestication on behalf of the Corporation and have done so this the 38 day of March, 2003.

Tamerlane, Inc.

ARTICLES OF INCORPORATION

OF

TAMERLANE, INC.

The undersigned incorporator files these Articles of Incorporation in order to form a corporation under the Florida General Corporation Act.

ARTICLE I. CORPORATE NAME

The name of this corporation shall be TAMERLANE, INC.

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. TERM OF EXISTENCE

This corporation shall exist perpetually unless dissolved according to law.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is ten thousand (10,000) shares of common stock having a par value of one dollar (\$1.00) per share.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale of any shares or securities of the corporation convertible into or carrying a right to subscribe to share of this corporation of the same kind, class, or series as that which he holds, shall have the right to purchase his pro rata share at the price at which it is offered to others.

ARTICLE VI. PRINCIPAL OFFICE AND MAILING ADDRESS

The initial principal office and mailing address of the corporation shall be:

3338 Chantarene Pensacola, FL 32507

ARTICLE VII. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial registered office of this corporation in the State of Florida shall be:

Patrice N. Cavanaugh 3338 Chantarene Pensacola, FL 32507

ARTICLE VIII. BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one.

ARTICLE IX. INITIAL DIRECTORS

The name of the initial directors of this corporation and their street address is:

John C. Cavanaugh and Patrice N. Cavanaugh 3338 Chantarene 3338 Chantarene Pensacola, FL 32507 Pensacola, FL 32507

The persons named as initial directors shall hold office for the first year of existence of this corporation or until his successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE X. RESTRICTIONS ON TRÂNSFER OF STOCK

The corporation, and, subject to the priority of the corporation, the remaining stockholders of the corporation, shall have a preference in the purchase of any shares of the capital stock of the corporation; and any attempted sale of such shares of stock in violation of this provision shall be null and void. In case a stockholder, his personal representative, heirs, devisees, legatees, pledgees assignees, receiver in bankruptcy, or any other person holding under or in privity with any stockholder, desires to sell his shares of stock, he shall file notice in writing of such intention with the secretary of the corporation, stating the price and terms upon which he desires to sell such stock, and unless the terms of such offer are accepted by the corporation within ten (10) days, it shall be deemed to have waived its privilege of purchase. In the event that the corporation is legally unable

to purchase such stock or otherwise waives its privilege of purchase, the secretary of the corporation shall mail a written notice to all of the remaining stockholders by certified mail, return-receipt requested advising them of the terms of such offer, and unless the terms of such offer are accepted by any or all of the other stockholders within ten (10) days from the date of mailing such notice, they shall be deemed to have waived their privilege of purchasing, and the stockholders or the person in privity with in desiring to sell shall be at liberty to effect a sale upon the terms of such offer. No stockholder who has given notice pursuant to this Article may thereafter sell such stock for a price or upon terms different than the offer contained in such notice, without again complying with the notice requirements of this Article. Neither the corporation nor the remaining stockholders (collectively) may exercise their privilege of purchase as to any shares of stock less than the total number of shares involved in such offer.

ARTICLE XI. INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XII. INCORPORATOR

The name and address of the incorporator of this corporation is:

Patrice N. Cavanaugh 3338 Chantarene Pensacola, FL 32507

ARTICLE XIII. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as incorporator, has executed the foregoing Articles of Incorporation on this <u>28</u> day of March, 2003.

Patrice N. Cavanaugh

STATE OF FLORIDA

. COUNTY OF ESCAMBIA

The foregoing articles of incorporation were acknowledged before me by Patrice N. Cavanaugh () who is personally known to me or who () produced a driver's license as identification on this day of March, 2003.



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ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Tamerlane, Inc. at the place designated in the Articles of Incorporation, Patrice N. Cavanaugh agrees to act in this capacity and agrees to comply with the provisions of Section 48.091 relative to keeping such office open.

DATE: 3/28/03

Patrice N. Cavanaugl