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04 NOV 10 PM 12:53

SECRETARY OF STATE
TALLAHASSEE, FL 32399

11/10/04
SA

TRANSMITTAL LETTER

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

SUBJECT: FEDERAL & STATE ADMINISTRATIVE SERVICES, INC.

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70
Filing Fee

☒ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of Status

FROM: Kathy R. Geremia, General Counsel
Federal & State Administrative Services, Inc.
841 Prudential Drive, Ste. 1500
Jacksonville, FL 32207
(904) 398-1001

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

November 12, 2004

KATHY R. GEREMIA, GENERAL COUNSEL
841 PRUDENTIAL DRIVE
STE. 1500
JACKSONVILLE, FL 32207

SUBJECT: FEDERAL & STATE ADMINISTRATIVE SERVICES, INC.
Ref. Number: W04000041493

We have received your document for FEDERAL & STATE ADMINISTRATIVE SERVICES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 607.0401, 617.0401, and 608.406, Florida Statutes, state that entity names "may not contain language stating or implying that the corporation is connected with a state or federal government agency or a corporation chartered under the laws of the United States." Therefore, we are unable to approve the name designated in your document. Please select a new name and make the substitution in all the appropriate places.

An effective date may be added to the Articles of Incorporation if a 2005 date is needed, otherwise the date of receipt will be the file date. **A separate article must be added to the Articles of Incorporation for the effective date.**

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6955.

Suzanne Hawkes
Document Specialist
New Filings Section

Letter Number: 604A00064635

ARTICLES OF INCORPORATION

OF

F & S ADMINISTRATIVE SERVICES, INC.

FILED
04 NOV 19 PM 12:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator of these Articles of Incorporation is a natural person competent to contract and hereby forms a corporation for profit under the General Corporation Act and other laws of the State of Florida.

ARTICLE I. NAME AND PRINCIPAL OFFICE

The name of this corporation is F & S Administrative Services, Inc. and its principal office is located at 841 Prudential Drive, Ste. 1500, Jacksonville, FL 32207.

ARTICLE II. DURATION

This corporation is to exist perpetually.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV. CORPORATE POWERS

This corporation shall have all and singular the following powers:

To invest the funds of the corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and to own real and personal property necessary for the rendering of the corporation's business.

To enter into, or become a partner in, any arrangement for sharing profits, union of interest, or cooperation, joint venture or otherwise, with any person, firm or corporation, and to carry on any business which this corporation has the direct or incidental authority to pursue.

To enter into, for the benefit of its employees, one or more of the following: (1) a pension plan, (2) a profit-sharing plan, (3) a stock bonus plan, (4) a thrift and savings plan, (5) a restricted stock option plan, or (6) other retirement or incentive compensation plan.

To purchase and acquire any or all of its shares owned and held by any such stockholder as should desire to sell, transfer or otherwise dispose of his shares, or any or all of its shares owned and held by a stockholder who dies, provided, however, the capital of this corporation cannot be impaired thereby.

To do anything necessary and proper for the accomplishment or furtherance of any of the purposes or objects of this corporation enumerated in these Articles of Incorporation, or any amendment to it, necessary or incidental to the accomplishment or furtherance of the purposes or objects of this corporation.

To have, in furtherance of the corporate purpose, all of the powers conferred upon corporations organized under the Florida General Corporation Act subject to any limitations contained in these articles of incorporation.

ARTICLE V. CAPITAL STOCK

This corporation is authorized to issue ten thousand shares of one (\$1.00) par value common stock.

ARTICLE VI. INITIAL OFFICERS AND/OR DIRECTORS

The initial officers of the corporation are: K. Wayne McLeod, President, Secretary and Treasurer.

ARTICLE VII. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 841 Prudential Drive, Ste. 1500, Jacksonville, Florida 32207 and the name of the initial registered agent of this corporation at that address is Kenneth Wayne McLeod. The stockholders shall have the power to establish branch offices, and to move the principal office to any other address in Florida.

ARTICLE VIII. INCORPORATORS

The name and address of the person/incorporator signing these articles is:

K. Wayne McLeod
841 Prudential Drive, Ste. 1500
Jacksonville, FL 32207

ARTICLE IX. MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the shareholders of this corporation.

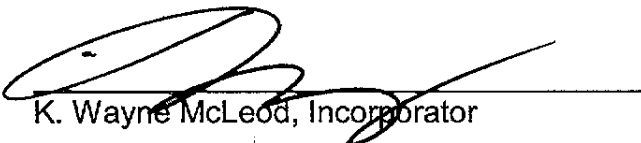
ARTICLE X. BY-LAWS

The stockholders of this corporation shall have the sole power to adopt, amend or repeal By-laws for the management of this corporation, and the duties of the officers of this corporation shall be prescribed by such By-laws.

ARTICLE XI. AMENDMENT

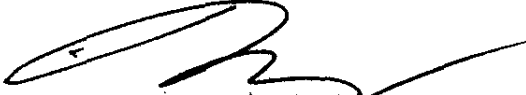
These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF the undersigned subscriber has executed these Articles of Incorporation on Nov. 23, 2004.


K. Wayne McLeod, Incorporator

DESIGNATION OF REGISTERED AGENT

K. Wayne McLeod, having been named as registered agent to accept service of process for F & S Administrative Services, Inc. at 841 Prudential Drive, Ste. 1500, Jacksonville, FL 3220. Further, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



K. Wayne McLeod, Registered Agent

11-23-04

Date