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# FLORIDA PROFIT CORPORATION OR P.A.

Magnolia Equity, Inc.

Certificate of Status	1
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# ARTICLES OF INCORPORATION of MAGNOLIA EQUITY, INC.

The undersigned, acting as Incorporator, desiring to form a corporation for profit pursuant to the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation.

## ARTICLE I - NAME:

The name of this corporation is Magnolia Equity, Inc. (the "Corporation").

## ARTICLE II - ADDRESS OF PRINCIPAL OFFICE:

The principal office and street address of the Corporation is 44 Ferncrest Dr., Little Rock, Arkansas 72223.

#### ARTICLE III - GENERAL PURPOSE:

The Corporation is organized for the purpose of transacting any and all lawful business authorized and not prohibited by the Florida Business Corporation Act, as the same may be from time to time amended.

#### ARTICLE IV - CAPITAL STOCK:

The Corporation is authorized to issue seven hundred (700) shares of capital stock, which shall be designated common shares with a par value of One Dollar (\$1.00). The directors of the Corporation are authorized and empowered to issue the capital stock of the Corporation as they in their discretion shall determine.

#### ARTICLE V - INITIAL BOARD OF DIRECTORS:

- A. The Corporation shall have seven (7) directors initially.
- B. The number of directors of the Corporation may be increased or decreased from time to time pursuant to bylaws adopted by the shareholders, but shall never be less than one (1).
- C. The names and addresses of the initial members of the Board of Directors who shall hold office until their successors are duly elected and have qualified are:

Michael Don Fess Kathryn J. Wilson Gregory W. Fess Sue W. Fess Stephanie Fess Tharp Christopher C. Fess Ann K. Wilson 44 Fernerest Dr., Little Rock, Arkansas 72223 6 Foreman Court, Little Rock, Arkansas 72227 12124 Fairway, Little Rock, Arkansas 72212 44 Fernerest Dr., Little Rock, Arkansas 72223 3411 Hidden Valley Dr., Little Rock, Arkansas 72212 2591 Dallas Pkwy, Suite 300, Frisco, TX 75034 604 North Jackson St., Magnolia, Arkansas 71753 10V -4 PM 12: (

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#### ARTICLE VI - OFFICERS:

The names and addresses of the initial officers of the Corporation are:

President

Michael Don Fess

44 Fernerest Dr., Little Rock, Arkansas 72223

Vice President

Kathryn J. Wilson

6 Foreman Court, Little Rock, Arkansas 72227

Vice President

Gregory W. Fess

12124 Fairway, Little Rock, Arkansas 72212

Secretary

Sue W. Fess

44 Fernerest Dr., Little Rock, Arkansas 72223

Treasurer

Stephanie Fess Tharp

3411 Hidden Valley Dr., Little Rock, Arkansas 72212

#### ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT:

The name and street address of the initial registered agent of the Corporation is:

Dudley Q. Sharp, Jr.

369 N. New York Ave., 3rd Floor, Winter Park, Fl 32789

#### ARTICLE VIII - INCORPORATOR:

The name and address of the incorporator of the Corporation is:

Dudley Q. Sharp, Jr.

369 N. New York Ave., 3rd Floor, Winter Park, Fl 32789

#### **ARTICLE IX - BY-LAWS:**

The power to adopt, alter or repeal bylaws shall be vested in the Board of Directors.

## ARTICLE X - DURATION:

The Corporation shall begin its corporate existence as of the filing of these Articles of Incorporation and shall exist perpetually unless dissolved by operation of law.

#### **ARTICLE XI - INDEMNIFICATION:**

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by the Florida Business Corporation Act.

#### **ARTICLE XII - AMENDMENT:**

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder is subject to this reservation.

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IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation at Winter Park, Florida, this 3<sup>rd</sup> day November, 2005.

INCORPORATOR:

Dudley O. Sharp, Jr.

# ACCEPTANCE OF REGISTERED AGENT:

Having been named as registered agent to accept service of process for the Corporation at the place designated in these Articles of Incorporation, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

REGISTERED AGENT

Dudley Q. Sharp, Jr.

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