

P07000116880

Division of Corporations

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Florida Department of State
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From: Account Name : IVAN & COLE
Account Number : I20050000014
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FLORIDA PROFIT/NON PROFIT CORPORATION

Fiduciary Services, Inc.

Certificate of Status	0
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TALLAHASSEE, FLORIDA

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October 19, 2007

FLORIDA DEPARTMENT OF STATE
Division of Corporations

IVAN & COLE

SUBJECT: FIDUCIARY SERVICES, INC.
REF: W07000051974

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with an affidavit or letter stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is F04000006847 (FIDUCIARY SERVICES CORP.).

Please return the corrected 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) 245-6870.

Karen Saly
Regulatory Specialist II
New Filing Section

FAX Aud. #: H07000258791
Letter Number: 307A00061735

**ARTICLES OF INCORPORATION
OF
FIDUCIARY SERVICES SOUTHEAST, INC.**

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation:

**Article I
Name**

The name of this corporation shall be **FIDUCIARY SERVICES SOUTHEAST, INC.**

**Article II
Principal Office and Mailing Address**

The principal office and mailing address of this corporation shall be 1890 South 14th Street, Suite 230, Fernandina Beach, Florida 32034.

**Article III
Capital Stock**

Section 3.1. Capital Stock. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having a par value of \$0.10 per share.

Section 3.2. Restriction on Transfer of Stock. The shareholders may, by bylaw provision, by shareholders' agreement recorded in the minute book or by endorsement on each stock certificate, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as they may see fit.

Section 3.3. Approval of Shareholders Required for Merger. The approval of the shareholders holding sixty percent (60%) or more of the capital stock of this corporation eligible to vote with respect to any plan of merger or consolidation shall be required in every case, whether or not such approval is required by law.

**Article IV
Initial Registered Agent and Address**

The name and street address of the initial registered agent of this corporation are:

Sarah Hill Buck
1890 South 14th Street, Suite 230
Fernandina Beach, Florida 32034

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Article V
Incorporator

The name and street address of the incorporator of this corporation are:

Sarah Hill Buck
1890 South 14th Street, Suite 230
Fernandina Beach, Florida 32034

Article VI
Effective Date; Duration

Section 6.1. Effective Date. Corporate existence shall commence on the date these Articles are filed by the Department of State of the State of Florida.

Section 6.2. Duration. This corporation shall exist perpetually.

Article VII
Purposes

This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States of America and of the State of Florida.

Article VIII
Directors and Officers

Section 8.1. Number. This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time, but shall never be less than one.

Section 8.2. Initial Directors and Officers. The names and street addresses of the initial director and officers, and the offices held by each officer, of the corporation are:

Director:	Sarah Hill Buck 1890 South 14 th Street Suite 230 Fernandina Beach, FL 32034
President, Secretary, Treasurer:	Sarah Hill Buck 1890 South 14 th Street Suite 230 Fernandina Beach, FL 32034

Section 8.3. Compensation. The board of directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any directors of the corporation may also serve the corporation in any other capacity and receive compensation therefore in any form.

Section 8.4. Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the fullest extent permitted by law.

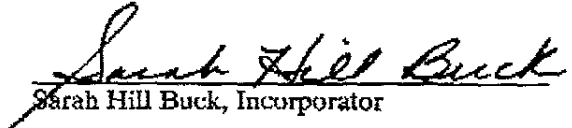
Article IX
Bylaws

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

Article X
Amendment

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation the 24th day of October, 2007.


Sarah Hill Buck, Incorporator

**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Sections 48.091, 607.0501 and 607.0505, Florida Statutes, the following is submitted:

FIDUCIARY SERVICES SOUTHEAST, INC., desiring to organize or qualify under the laws of the State of Florida hereby designates Sarah Hill Buck as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 1890 South 14th Street, Suite 230, Fernandina Beach, Florida 32034.

DATED this 24th day of OCTOBER, 2007.


Sarah Hill Buck, Incorporator

Having been named as registered agent to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATED this 24th day of OCTOBER, 2007.


Sarah Hill Buck, Registered Agent

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