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FLORIDA PROFIT/NON PROFIT CORPORATION

Terminal Partners, Inc.

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**ARTICLES OF INCORPORATION  
OF  
TERMINAL PARTNERS, INC.**

**ARTICLE I - NAME**

The name of the corporation is Terminal Partners, Inc. (the "Corporation").

**ARTICLE II - ADDRESS**

The initial address of the principal office and mailing address of the Corporation is 1301 Riverplace Boulevard, Suite 1500, Jacksonville, Florida 32207.

**ARTICLE III - CAPITAL STOCK**

This Corporation is authorized to issue 1,000 shares of common stock, all of which shall be of the par value of \$1.00 per share.

**ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation is 1301 Riverplace Boulevard, Suite 1500, Jacksonville, Florida 32207 and the name of its initial registered agent at such address is E. Allen Hieb, Jr.

**ARTICLE V - INITIAL BOARD OF DIRECTORS**

The number of Directors constituting the initial Board of Directors of this Corporation shall be two (2) and the names and addresses of the persons who are to serve as members thereof are:

NAME	ADDRESS
David C. McKenzie	1301 Riverplace Boulevard, Suite 1500 Jacksonville, Florida 32207
Gretchen Elizabeth McKenzie	1301 Riverplace Boulevard, Suite 1500 Jacksonville, Florida 32207

**ARTICLE VI - INCORPORATOR**

The name and address of the Incorporator are E. Allen Hieb, Jr., 1301 Riverplace Boulevard, Suite 1500, Jacksonville, Florida 32207.

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**ARTICLE VII - AMENDMENT**

This Corporation reserves the right to amend, alter, change or repeal any provision contained in its articles of incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 10<sup>th</sup> day of September, 2008.

  
\_\_\_\_\_  
E. Allen Hieb, Jr., Incorporator

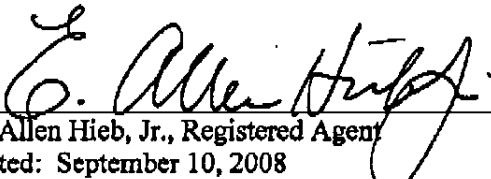
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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the below named Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is **Terminal Partners, Inc.**
2. The name and address of the registered agent and office are E. Allen Hieb, Jr., 1301 Riverplace Boulevard, Suite 1500, Jacksonville, Florida 32207.

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 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.

  
\_\_\_\_\_  
E. Allen Hieb, Jr., Registered Agent  
Dated: September 10, 2008

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TALLAHASSEE, FLORIDA

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