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Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 617-6381

From: Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850) 205-8842
Fax Number : (850) 878-5368

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: _____

FLORIDA PROFIT/NON PROFIT CORPORATION
Finance Merger Sub Inc.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

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Corporate Filing Menu

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FILED
15 APR 13 AM 8:49
STATE OF FLORIDA
HALL COUNTY CLERK

RECEIVED
15 APR 13 PM 3:21
HALL COUNTY CLERK

ARTICLES OF INCORPORATION
OF
FINANCE MERGER SUB INC.

Pursuant to the provisions of the Florida Business Corporation Act (the "Act"), the undersigned representatives submit the following Articles of Incorporation.

FIRST: The name of the Corporation is Finance Merger Sub Inc. (the "Corporation").

SECOND: The principal place of business of the Corporation is 555 East Lancaster Avenue, Suite 500, Radnor, Pennsylvania 19087.

THIRD: The registered office of the Corporation in the State of Delaware and New Castle County shall be 1200 South Pine Island Road, Plantation, Florida 33324. The registered agent at such address shall be The CT Corporation System.

FOURTH: The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the Act.

FIFTH: The total number of shares of all classes of stock which the Corporation shall have the authority to issue is 1,000 shares, all of which shares shall be common stock, with a par value of \$0.001 per share (the "Common Stock").

SIXTH: The name and mailing address of the incorporator is as follows:

USASF National Corp.
555 East Lancaster Avenue
Suite 500
Radnor, Pennsylvania 19087

SEVENTH: The name and mailing address of the initial directors are as follows:

Adam Curtin
555 East Lancaster Avenue
Suite 500
Radnor, Pennsylvania 19087

Scott Warren
555 East Lancaster Avenue
Suite 500
Radnor, Pennsylvania 19087

EIGHTH: A director of the Corporation shall not be personally liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director except for liability (i) for any breach of the director's duty of loyalty to the corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing

violation of law, or (iii) for any transaction from which the director derived an improper personal benefit; provided that this provision shall eliminate or limit the liability of directors only to the extent permitted, from time to time, by the Act or any other law or laws. If the Act is amended after the filing of the Articles of Incorporation of which this article is a part to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Act, as so amended. Any repeal or modification of this paragraph by the stockholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.

NINTH: The original bylaws of the Corporation shall be adopted by the incorporator. Thereafter, the directors of the Corporation shall have the power to adopt, amend or repeal the bylaws of the Corporation.

TENTH: The business and affairs of the Corporation shall be managed by or under the direction of the Board of Directors of the Corporation, and the directors need not be elected by ballot unless required by the bylaws of the Corporation.

ADAM CURTIN
Incorporator



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15 APR 13 AM 9:49
CLERK OF COURT
PALM BEACH COUNTY, FLORIDA

(cont.)

Name and Title: _____ Name and Title: _____
Address: _____ Address: _____

ARTICLE VI REGISTERED AGENT

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Name: C T Corporation System
Address: 1200 South Pine Island Road
Plantation, FL 33324

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Name: _____
Address: _____

See prev page

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

By C T Corporation System
[Signature]
Required Signature/Registered Agent

04/13/2015
Date

I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Required Signature/Incorporator

Date

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