

KIRSCHEIN, R. MAIN, P. M. JAMES & DEMONT

195000030157

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CHARLES S. McCALL
MARSHA P. PROCTOR
JOHN T. ROGERSON, III
ANN K. VINING
ALAN S. WACHS

April 10, 1995

Secretary of State
State of Florida
Division of Corporations
Attention: New Filings
P. O. Box 6327
Tallahassee, Florida 32314-6327

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-04/14/95--01007--006
***122.50 ***122.50

Re: Filing Articles of Incorporation of FACS MANAGEMENT, INC.

Dear Madam or Sir:

Enclosed for filing are the original Articles of Incorporation of FACS MANAGEMENT, INC., along with one copy of the Articles for certification. Also enclosed is our firm's check in the amount of \$122.50 in payment of the filing fee and certification charge.

For your convenience, also enclosed is a self-addressed postage prepaid envelope for returning the certified copy directly to the undersigned.

Very truly yours,

Elizabeth M. Duffey

Elizabeth M. Duffey
Legal Secretary

EFFECTIVE DATE

APR 10 1995

/emd

Enclosure

SDC

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ARTICLES OF INCORPORATION
OF
FACS MANAGEMENT, INC.

SECRETARY OF STATE
95 APR 19 PM 3:25

ARTICLE I - NAME

The name of this Corporation is FACS Management, Inc., and the principal business address of the Corporation is 315 Littleton Road, Chelmsford, Massachusetts 01824.

ARTICLE II - COMMENCEMENT AND DURATION

Pursuant to Section 607.0203, Florida Statutes, this Corporation shall commence upon the date of execution of the Articles of Incorporation which is April 10, 1995, and shall be filed with the Secretary of State within 5 business days from said date. This Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL

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 V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is One Independent Drive, Suite 2000, Jacksonville, Florida 32202, and the name of its initial registered agent at such address is Kirschner, Main, Petrie, Graham, Tanner & Demont, P.A.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of this Corporation shall be one (1) and the name and

EFFECTIVE DATE

APR 10 1995

address of the person who is to serve as member thereof is:

<u>Name</u>	<u>Address</u>
James O. Hamilton, III	315 Littleton Road Chelmsford, Mass. 01824

ARTICLE VII - INCORPORATOR

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
Gayle Petrie	Kirschner, Main, Petrie, Graham, Tanner & Demont, P.A. One Independent Drive Suite 2000 Jacksonville, Florida 32202

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 10th day of April, 1995.

Gayle Petrie

CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that FACS Management, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Jacksonville, State of Florida, has named Kirschner, Main, Petrie, Graham, Tanner & Demont, P.A. as its agent to accept service of process within Florida.

Hayde Petrie
Incorporator

Date: April 10, 1995

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, Kirschner, Main, Petrie, Graham, Tanner & Demont, P.A. hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of his duties.

Kirschner, Main, Petrie,
Graham, Tanner & Demont,

Hayde Petrie
By: V.P.

Date: April 10, 1995

FILED
CORPORATE STATE
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