

P960000028427

**RICHARD E. MARSH, JR., P.A.**

ATTORNEYS AT LAW  
THE CARILLON, SUITE 1925  
227 WEST TRADE STREET  
CHARLOTTE, NORTH CAROLINA 28202

RICHARD E. MARSH, JR.\*  
GLENDA A. WOOLF\*  
D. SCOTT BOWERS\*

TELEPHONE  
(704)372-1112

TELECOPIER  
(704)372-0133

\*Also Licensed in Florida  
\*Also Licensed in Massachusetts  
\*Also Licensed in South Carolina

March 22, 1996

Corporate Records Bureau  
Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

600001758006  
-03/26/96--01125--012  
\*\*\*\*122.50 \*\*\*\*122.50

Re: The Baldini People, Inc.

Dear Sir or Madam:

Enclosed is the Articles of Incorporation for the above named corporation along with a conformed copy and the appropriate filing fee. If you have any questions or require additional information, please do not hesitate to call me.

Sincerely Yours,

RICHARD E. MARSH, JR., P.A.



D. Scott Bowers

Enclosures

AL APR - 2 1995

FILED  
96 MAR 26 AM 11:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
THE BALDINI PEOPLE, INC.**

**FILED**  
96 MAR 26 AM 11:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporate, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I**

**NAME**

The name of the corporation is THE BALDINI PEOPLE, INC. (hereinafter called the "Corporation").

**ARTICLE II**

**PURPOSE**

The purpose for which the Corporation is formed is to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida.

**ARTICLE III**

**CAPITAL STOCK**

The capital stock authorized, the par value thereof, and the class of such stock shall be as follows:

<b>Number of authorized shares:</b>	<b>1,000</b>
<b>Par value per share:</b>	<b>\$1.00</b>
<b>Class of Stock:</b>	<b>Common</b>

**ARTICLE IV**

**REGISTERED OFFICE AND AGENT**

The address of the Corporation's registered office in the State of Florida is 560 S.W. Bay Pointe Circle, Palm City, Florida 34990, and the name of its registered agent at such address is ANTHONY A. BALDINI.

## **ARTICLE V**

### **PRINCIPAL OFFICE**

The principal place of business and mailing address of this Corporation shall be 560 S.W. Bay Pointe Circle, Palm City, Florida 34990.

## **ARTICLE VI**

### **DIRECTORS**

The Board of Directors of the Corporation shall consist of at least one (1) director, with the exact number to be fixed from time to time in the manner provided in the Corporation's bylaws. The number of directors constituting the initial Board of Directors is two (2), and the name(s) and address(es) of the member(s) of the Board of Directors, who is (are) to serve as the Corporation's director(s) until his (their) successor(s) is (are) duly elected and qualified is (are):

ANTHONY A. BALDINI  
560 S.W. Bay Pointe Circle  
Palm City, Florida 34990

KAY S. BALDINI  
560 S.W. Bay Pointe Circle  
Palm City, Florida 34990

## **ARTICLE VII**

### **INCORPORATOR**

The name of the Incorporator is Richard E. Marsh, Jr., and the address of the Incorporator is Richard E. Marsh, Jr., P.A., 227 West Trade Street, Suite 1925, Charlotte, North Carolina 28202.

## **ARTICLE VIII**

### **INDEMNIFICATION**

This Corporation shall indemnify and may advance expenses to its officers and directors to the fullest extent permitted by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida General Corporation Act of the State of Florida has signed these Articles of Incorporation this 21<sup>st</sup> day of March, 1996.

  
Richard E. Marsh, Jr., Incorporator

STATE OF NORTH CAROLINA

COUNTY OF MECKLENBURG

BEFORE ME, the undersigned authority, personally appeared Richard E. Marsh, Jr., to me known to be the person described in and who executed the foregoing Articles of Incorporation, who, after being duly sworn under oath, acknowledged before me that said person executed the same for the purpose therein expressed.

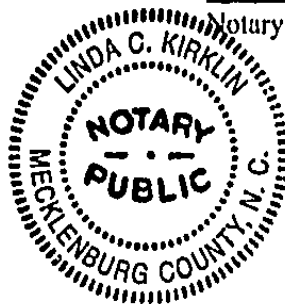
WITNESS my hand and official seal in the State and County aforesaid, this 21<sup>st</sup> day of March, 1996.



Notary Public State of North Carolina

My Commission Expires:

April 4, 1999



### CERTIFICATE DESIGNATING REGISTERED AGENT

Pursuant to Chapter 607, Florida Statutes, the following is submitted in compliance with said Act:

That desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in Article IV of the Articles of Incorporation, THE BALDINI PEOPLE, INC. has named ANTHONY A. BALDINI located at 560 S.W. Bay Pointe Circle Palm City, Florida 34990, County of Martin, State of Florida, as its agent to accept service of process within this state.

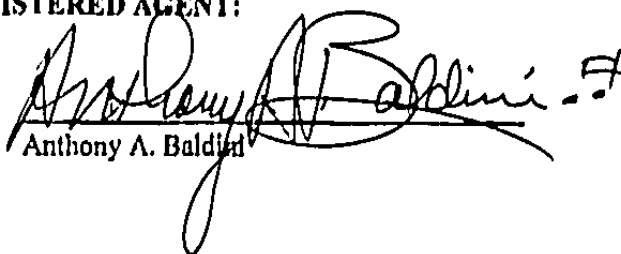
### ACKNOWLEDGEMENT

Having been named in accept service of process for the above stated Corporation at the place designated in this Certificate, ANTHONY A. BALDINI hereby agrees to act in this capacity as registered agent, and agrees to comply with the provisions of all statutes relative to the property and complete discharge of his duties.

Dated this 19th day of March, 1996.

REGISTERED AGENT:

By:

  
Anthony A. Baldini

FILED  
96 MAR 26 AM 11:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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June 19, 1996

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Corporate Records Bureau  
Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

3000001872083  
-06/24/96--01001--008  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: The Baldini People, Inc.

Dear Sir or Madam:

Enclosed is the Articles of Amendment for the above named corporation along with a conformed copy and the appropriate filing fee. If you have any questions or require additional information, please do not hesitate to call me.

Sincerely Yours,

RICHARD E. MARSH, JR., P.A.

*D. Scott Bowers*

D. Scott Bowers

Enclosures

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JUN 21 AM 9:24

JUN 26 1996

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JUN 21 AM 9:24

\_\_\_\_\_  
The Baldini People, Inc.

\_\_\_\_\_  
(present name)

*Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:*

**FIRST:** Amendment(s) adopted: *(Indicate article number(s) being amended, added or deleted)*

Article 1 - The name of the corporation shall be BALDINI SERVICES, INC.

**SECOND:** If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

n/a

THIRD: The date of each amendment's adoption: April 2, 1996

FOURTH: Adoption of Amendment(s) (CHECK ONE)

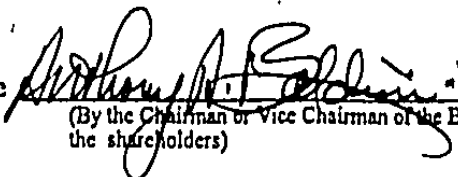
- ☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by \_\_\_\_\_ voting group."

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 2nd day of April, 19 96

Signature

 /Anthony A. Baldini, President  
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

\_\_\_\_\_  
Typed or printed name

\_\_\_\_\_  
Title