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ACCOUNT NO. : 0721000000032

REFERENCE : 922970 1579E

AUTHORIZATION : *Patricia Piggott*

COST LIMIT : • 122.50

ORDER DATE : April 18, 1996

ORDER TIME : 9:54 AM

ORDER NO. : 922970

800001785823

CUSTOMER NO: 1579E

CUSTOMER: Ms. Kathleen Monday  
FOLEY & LARDNER

P. O. Box 3391

Tampa, FL 33601-3391

DOMESTIC FILING

NAME: SYKES SUBSIDIARY, INC.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION  
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY  
☐ PLAIN STAMPED COPY  
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap

EXAMINER'S INITIALS: ST 4/18

*FAF  
KATHY MONDAY  
1-813-221-4210*

**ARTICLES OF INCORPORATION  
OF  
SYKES SUBSIDIARY, INC.**

CLERK OF DISTRICT COURT  
CLERK OF DISTRICT COURT  
95 JUL 18 PM 4:20

**THE UNDERSIGNED**, acting as sole incorporator of **SYKES SUBSIDIARY, INC.** (hereinafter the "Corporation") under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, as hereafter amended and modified, hereby adopts the following Articles of Incorporation (the "Articles") for the Corporation:

**ARTICLE I  
Name**

The name of the Corporation is: **SYKES SUBSIDIARY, INC.**

**ARTICLE II  
Business and Activities**

The Corporation may, and is authorized to, engage in any activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE III  
Shares**

The total number of shares which the Corporation shall have the authority to issue shall be **One Hundred (100)** shares, consisting of a single class of common stock having a par value of **\$.01** per share.

**ARTICLE IV  
Preemptive Rights**

No shareholder of the Corporation shall have any preferential or preemptive right to subscribe for or purchase from the Corporation any new or additional shares of capital stock or securities convertible into shares of capital stock, of the Corporation, whether now or hereafter authorized.

**ARTICLE V**  
**Principal Office**

The address of the principal office of the Corporation is **100 North Tampa Street, Suite 3900, Tampa, Florida 33602**. The location of the principal office shall be subject to change as may be provided in Bylaws duly adopted by the Corporation.

**ARTICLE VI**  
**Mailing Address**

The mailing address of the Corporation is **100 North Tampa Street, Suite 3900, Tampa, Florida 33602**.

**ARTICLE VII**  
**Initial Board of Directors**

The number of Directors constituting the initial Board of Directors of the Corporation is one (1). The number of Directors may be increased or decreased from time to time as provided in the Bylaws. The name and address of the person who is to serve as the initial sole Director and until successor Directors are elected and qualified is as follows:

**John H. Sykes**  
**Suite 3900**  
**100 North Tampa Street**  
**Tampa, Florida 33602**

**ARTICLE VIII**  
**Initial Registered Office and Agent**

The address of the initial registered office of the Corporation is **100 North Tampa Street, Suite 3900, Tampa, Florida 33602**, and the initial Registered Agent at such address is **John L. Crites, Jr.**

**ARTICLE IX**  
**Incorporator**

The name and address of the sole incorporator of the Corporation is: **Kathleen A. Monday, Foley & Lardner, 100 North Tampa Street, Suite 2700, Tampa, Florida 33602**.

IN WITNESS WHEREOF, these Articles have been signed by the undersigned incorporator this 17th day of April, 1996.

Kathleen A. Monday  
Kathleen A. Monday, Incorporator

**ACCEPTANCE OF APPOINTMENT BY INITIAL  
REGISTERED AGENT**

**THE UNDERSIGNED**, an individual resident of the State of Florida, having been named in Article VIII of the foregoing Articles of Incorporation as Initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that it is familiar with, and hereby accepts, the obligations set forth in Section 607.0505, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to him as Registered Agent of the Corporation.

DATED, this 17th day of April, 1996.

  
\_\_\_\_\_  
John L. Crites, Jr.

96 APR 18 PM 4:20  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS