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REPLY TO:
ORLANDO OFFICE

August 22, 1996

EFFECTIVE DATE
8/23/96

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

000001931940
-08/26/96--01022--010
****122.50 ****122.50

Re: OneSource Select, Inc.

Dear Sir/Madam:

Enclosed please find the Articles of Incorporation of OneSource Select, Inc. which are to be filed with your office as of August 23rd. Also enclosed please find a copy of the articles to be certified and a check for \$122.50 to cover all filing fees.

Should you have any questions, please contact me at the above Orlando number.

Sincerely,

M. Deborah Fricke
Corporate Legal Assistant

:mdf
Enclosures



WINDERWEEDLE
HAINES, WARD
& WOODMAN, P.A.



**ARTICLES OF INCORPORATION
OF
ONESOURCE SELECT, INC.**

The undersigned Incorporator, being a person competent to contract, subscribes to these Articles of Incorporation to form a Corporation for profit under the laws of the State of Florida.

ARTICLE I - Name

The name of this corporation shall be:

OneSource Select, Inc.

EFFECTIVE DATE
8/23/96

ARTICLE II - Business and Activities

This 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 - Capital Stock

The authorized capital stock of this Corporation and the maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 10,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV - Term of Existence

The Corporation shall commence existence as of August 23, 1996, and it shall exist perpetually thereafter unless dissolved according to law.

**ARTICLE V - Initial Corporate Office;
Initial Registered Office and Agent**

The street address and mailing address of the initial corporate office is 2111 Glenwood Drive, Suite 103, Winter Park, Florida 32792. The initial registered office of this Corporation is 390 N. Orange Avenue, Suite 1490, Orlando, Florida 32801, and the name of the initial registered agent of this Corporation at that address is J. P. Carolan, III.

ARTICLE VI - Directors

A. The initial number of Directors of this Corporation shall be nine (9), including eight (8) Class A Directors and one (1) Class B Director.

B. The number of Directors may be either increased or diminished from time to time by the Board of Directors or the Shareholders in accordance with the By-Laws of this Corporation. In no event, however, shall the number of Directors be less than three and no more than fifteen.

C. Directors, as such, shall receive such compensation for their services, if any, as may be set by the Board of Directors at any annual or special meeting thereof. The Board of Directors may authorize and require the payment of reasonable expenses incurred by Directors in attending meetings of the Board of Directors.

D. Nothing in this Article shall be construed to preclude the Directors from serving the Corporation in any other capacity and receiving compensation therefor.

E. The manner of election of Directors shall be as set forth in the By-Laws.

F. Any action by the Directors shall require a majority affirmative vote of a quorum of Class A Directors and a majority affirmative vote of a quorum of Class B Directors.

ARTICLE VII - Incorporator

The name and street address of the Incorporator signing these Articles is:

<u>Name</u>	<u>Address</u>
J. P. Carolan, III	390 N. Orange Avenue Suite 1490 Orlando, FL 32801

ARTICLE VIII - Lost or Destroyed Certificates

Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the By-Laws of this Corporation.

ARTICLE IX - Amendment to Articles

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE X - By-Laws

The power to adopt, alter, amend or repeal By-Laws of this Corporation shall be vested in the Board of Directors of this Corporation.

ARTICLE XI - No Preemptive Rights

No Shareholder of this Corporation shall have any preemptive or preferential right, as there are defined by law, to subscribe for or purchase shares or securities which the Corporation may from time to time issue or sell.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 22nd day of August, 1996.

J. P. Carolan, III
J. P. Carolan, III

STATE OF FLORIDA

COUNTY OF ORANGE

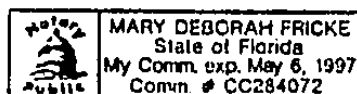
The foregoing instrument was acknowledged before me this 22nd day of August, 1996, by J. P. Carolan, III. He is personally known to me or has produced _____ as identification.

Mary Deborah Fricke
NOTARY SIGNATURE

Mary Deborah Fricke
NOTARY NAME PRINTED

Notary Public

My Commission Expires: 5/6/97



ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned hereby accepts the appointment to serve as the Initial Registered Agent of OneSource Select, Inc.

J. P. Carolan, III
J. P. Carolan, III

FILED
05/19/25 PM 3:17
CLERK OF COURT
JACKSONVILLE, FLORIDA