

Document Number Only

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 DEC 10 PM 1:27

C T CORPORATION SYSTEM  
Requestor's Name  
660 East Jefferson Street  
Address  
Tallahassee, Florida 32301  
City State Zip Phone

100002024951--1  
-12/10/96--01125--004  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

CORPORATION(S) NAME

*PFG Holding, Inc.*

☒ Profit *Articles*

☐ NonProfit

☐ Limited Liability Company

☐ Foreign

☐ Amendment

☐ Dissolution/Withdrawal

☐ Merger

☐ Mark

☐ Limited Partnership

☐ Reinstatement

☐ Limited Liability Partnership

☐ Certified Copy

☐ Annual Report

☐ Reservation

☐ Photo Copies

☐ Other

☐ Change of R.A.

☐ Fictitious Name

☐ CUS

☐ Call When Ready

☒ Walk In

☐ Mail Out

☐ Call If Problem

☐ Will Wait

☐ After 4:30

☒ Pick Up

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DIVISION OF CORPORATIONS

## TRANSMITTAL LETTER

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

**SUBJECT:** PFG Holding, Inc.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☐ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

**FROM:** Jennifer Horn Noonan  
Name (Printed or typed)

2700 First American Center  
Address

Nashville, TN 37238-2700  
City, State & Zip

(615) 742-6265  
Daytime Telephone number

**NOTE:** Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION  
OF  
PFG HOLDING, INC.**

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

**ARTICLE I**

The name of the corporation shall be: PFG Holding, Inc.

**ARTICLE II**

The principal place of business and mailing address of this corporation shall be:

6800 Paragon Place  
Suite 500  
Richmond, VA 23230

**ARTICLE III**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1,000 shares, no par value per share.

**ARTICLE IV**

The name and address of the initial registered agent is:

CT Corporation System  
1200 South Pine Island Road  
Plantation, Florida 33324

**ARTICLE V**

The name and street address of the incorporator to these Articles of Incorporation is:

Jennifer Horn Noonan  
Bass, Berry & Sims PLC  
2700 First American Center  
Nashville, TN 37238-2700

**ARTICLE VI**

The purpose of the corporation shall be to engage in any lawful business.

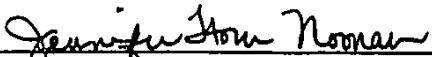
## ARTICLE VII

The corporation shall indemnify each person who is or was a director, officer, employee or agent of the corporation to the fullest extent permitted by the Florida General Corporation Act, as the same exists or may hereafter be amended, but such indemnification shall not be deemed exclusive of any other rights to which any director, officer, employee or agent may be entitled. The corporation may purchase and maintain insurance or another arrangement on behalf of any person who is or was a director, officer, employee or agent of the corporation as permitted by the Florida General Corporation Act, as amended.

## ARTICLE VIII

A director of the corporation shall not be liable to the corporation or its shareholders for monetary damages for an act or omission in the director's capacity as a director, except to the extent otherwise expressly provided by the Florida General Corporation Act, as such statute now exists or may hereafter be amended. Any repeal or modification of this Article or adoption of any other provision of these Articles of Incorporation inconsistent with this Article by the shareholders of the corporation shall be prospective only and shall not adversely affect any limitation of the liability of a director of the corporation existing at the time of such repeal, modification, or adoption of an inconsistent provision.

Dated: December 9, 1996.

  
Jennifer Horn Noonan, Incorporator

#490393

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

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PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is PEG Holding, Inc.

2. The name and address of the registered agent and office is:

CT Corporation System  
(NAME)

1200 South Pine Island Road  
(P. O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Plantation, FL 33324  
(CITY/STATE/ZIP)

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

Connie Bryan  
(SIGNATURE)

CONNIE BRYAN  
SPECIAL ASSISTANT SECRETARY

12-10-96  
(DATE)