

P 97000021468

TRANSMITTAL LETTER

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

400002095834--U
-02/24/97--01114--013
*****78.75 *****78.75

SUBJECT: CITADEL FINANCIAL SERVICES, 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:

GEORGE M. PARZEN III

Name (printed or typed)

20 N. ORANGE AVE., Suite 1400

Address

ORLANDO, FL 32801

City, State & Zip

(407) 380-0744

Daytime Telephone number

RECEIVED
TALLAHASSEE, FLORIDA

97 MAR 10 AM 11:18

W97-4779

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

SN FEB 28 1997



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 28, 1997

GEORGE M. RARIDEN III
20 N. ORANGE AVE., STE. 1400
ORLANDO, FL 32801

SUBJECT: CITADEL FINANCIAL SERVICES, INC.
Ref. Number: W97000004779

We have received your document for CITADEL FINANCIAL SERVICES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Bylaws are not filed with this office. Please retain them for your records.

The attached form must be completed in order to file the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 497A00010525

*called George.
He has our form,
will send it out today.*

EFFECTIVE DATE
3/7/97

ARTICLES OF INCORPORATION
OF
CITADEL FINANCIAL SERVICES, INC.

FILED
97 MAR 10 AM 11:18
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the Laws of the State of Florida.

ARTICLE I
NAME OF CORPORATION

The name of the corporation is **Citadel Financial Services, Inc.**

The address of the principal office of this corporation shall be 20 N. Orange Ave, Suite 1400, Orlando, FL 32801.

ARTICLE II
TERM OF EXISTENCE

This corporation shall exist perpetually, commencing on the date of execution and acknowledgment of these Articles.

ARTICLE III
NATURE OF BUSINESS

The general purpose for which this corporation is organized shall be to operate employee benefits consulting company and to provide related services approved by the Board of Directors.

This corporation may engage or transact in any or all lawful activities or business authorized and not prohibited by Chapter 607, Florida Statutes, as the same may be amended from time to time. Provided however, and notwithstanding the generality of the foregoing, this corporation is not to conduct a banking, safe deposit, trust, insurance, surety, express, building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition business.

ARTICLE IV
CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000, ten thousand, shares of common stock having a \$1.00 par value per share.

ARTICLE V
INITIAL REGISTERED OFFICE & REGISTERED AGENT

The initial street address of the registered office of this corporation in the State of Florida will be 20 N. Orange Ave., Suite 1400, Orlando, FL 32801. The Board of Directors may from time to time move the registered office to any other address in Florida. The name of the initial registered agent of this corporation at that address is George M. Rariden III. The Board of Directors may from time to time designate a new registered agent.

ARTICLE VI
INITIAL BOARD OF DIRECTORS

The initial number of Directors of this corporation shall be two.

The number of Directors may be increased or decreased from time to time by By-Laws adopted by the stockholders, but shall never be less than one.

The names and street address of the initial members of the Board of Directors, who shall hold office for the first year of existence of this corporation or until his/her successor is elected or appointed and has qualified are:

Jeffrey D. Woodward
1101 Lynx Trail
Winter Springs, FL 32708

George M. Rariden III
7415 Gatehouse Cir., #175
Orlando, FL 32807

ARTICLE VII
AMENDMENT TO ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto and any right conferred upon the stockholders is subject to this reservation

ARTICLE VIII
INDEMNIFICATION

The Corporation shall indemnify its directors, officers and employees as follows:

(a) Every director, officer, or employee of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him/her in connection with any proceeding to which he/she may become involved, by reason of being or having been a director, officer, employee or agent of the Corporation or is or was serving at the request of the Corporation as a director, officer, employee or agent of the corporation, partnership, joint venture, trust or enterprise, or any settlement thereof, whether or not he/she is a director, officer, employee

or agent at the time such expenses are incurred, except in such cases wherein the director, officer, or employee is adjudged guilty of willful misfeasance or malfeasance in the performance of his/her duties; provided that in the event of a settlement the indemnification herein shall apply only when the Board of Directors approves such settlement and reimbursement as being in the best interests of the Corporation.

(b) The Corporation shall provide to any person who is or was a director, officer, employee or agent of the Corporation or is or was serving at the request of the Corporation as a director, officer, employee or agent of the corporation, partnership, joint venture, trust or enterprise, the indemnity against expenses of suit, litigation, or other proceedings which is specifically permissible under applicable of law.

IN WITNESS THEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Orlando, Florida this 7th day of March, 1997.


George M. Rariden III

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

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: CITADEL FINANCIAL SERVICES, INC.
2. The name and address of the registered agent and office is:

GEORGE M. PARIDEN III
(NAME)

20 N. ORANGE AVE., SUITE 1400
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

ORLANDO FL 32801
(CITY/STATE/ZIP)

FILED
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TALLAHASSEE, FLORIDA

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.

George M. Pariden III
(SIGNATURE)

2/19/97
(DATE)