

P97000023818

5:24 PM

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

((H97000004442 4))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: FAMILY OFFICE SERVICES CORPORATION

AUDIT NUMBER.....H97000004442

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 6

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:
help F1 Option Menu F2

NUM CAPS Connect: 00:12:00

RECEIVED

97 MAR 17 AM 7:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
97 MAR 17 PM 3:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

3/17/97

ARTICLES OF INCORPORATION

OF

FAMILY OFFICE SERVICES CORPORATION

H9700000 4 4 4 2

FILED
91 MAR 17 PM 3:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation is FAMILY OFFICE SERVICES CORPORATION and the initial address of this corporation shall be FAMILY OFFICE SERVICES CORPORATION, c/o Kimbrell & Hamann, P.A., 799 Brickell Plaza, Suite 900, Brickell Centre, Miami, Florida 33131-2805.

ARTICLE II

This corporation may engage in any and all lawful business under the provisions of Chapter 607, Florida Statutes, as it may from time to time be amended.

ARTICLE III

The period of duration of this corporation shall be perpetual. The corporate existence shall commence upon filing of these Articles of Incorporation.

ARTICLE IV

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

NUMBER OF SHARES
AUTHORIZED

PAR VALUE PER SHARE

CLASS

1000

\$1.00

Common

Prepared by:

John E. Phelan, Esq.

Fla. Bar No. 354783

Kimbrell & Hamann, P.A.

799 Brickell Plaza, Suite 900

Miami, FL 33131

P.02/06

H9700000 4 4 4 2

EMPIRE CORPORATE KIT

MAR-14-1997 18:14

H97000004442

ARTICLE V

The initial registered office of this corporation shall be: c/o: Kimbrell & Hamann, P.A., 799 Brickell Plaza, Suite 900, Brickell Centre, Miami, Florida 33131-2805, and the name of this corporation's initial registered agent is Resident Agents Corporation of Florida, 799 Brickell Plaza, Suite 900, Miami, Florida 33131-2805.

ARTICLE VI

This corporation shall have at least one director, with the exact number to be specified by the stockholders from time to time unless the stockholders shall, by a majority vote thereafter, determine that the corporation be managed by the stockholders.

ARTICLE VII

The name and address of the initial directors of this corporation, who shall hold office for the first year or until his/her successor is duly elected and qualified, shall be:

Donald E. Brown
1031 West Morse Boulevard, Suite 100
Winter Park, FL 32789-3738

Donald F. Fontes
4300 Six Forks Road, Suite 400
Raleigh, NC 27609

William J. Blanton
4300 Six Forks Road, Suite 400
Raleigh, NC 27609

Joseph C. Weller
50 N. Front St.
Memphis, TN 38103

Walter A. Ruch
50 N. Front St.
Memphis, TN 38103

H97000004442

H.97000004442

David M. Minnick
50 N. Front St.
Memphis, TN 38103

James H. Ganter
50 N. Front St.
Memphis, TN 38103

ARTICLE VIII

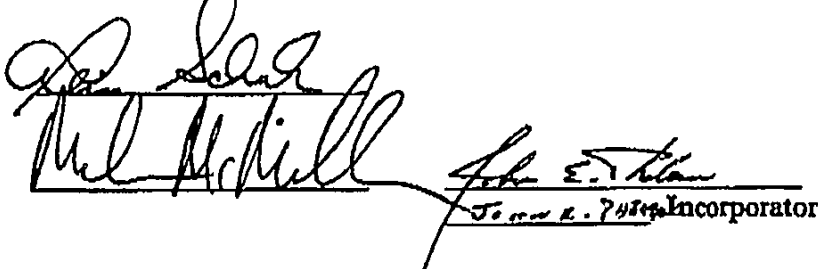
The name and address of the Incorporator is John E. Phelan, Esq., c/o Kimbrell & Hamann, P.A., 799 Brickell Plaza, Suite 900, Brickell Centre, Miami, Florida 33131-2805.

ARTICLE IX

Preemptive rights shall be as follows: Any preemptive rights shall be as provided for by any Shareholders Agreement in compliance with Florida Statutes.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 14 day of MARCH, 1997.

Witnesses:



John E. Phelan
Incorporator

STATE OF FLORIDA

COUNTY OF Dade

BEFORE ME, the undersigned authority, personally appeared John E. Phelan,
(☒) who is personally known to me or, () who produced _____ as
identification, to be the person described in and who subscribed the above Articles of
Incorporation, and he did freely and voluntarily acknowledge before me according to law

H.97000004442

H97000004 442

that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have herunto set my hand and official seal at Miami,

Dade County, Florida, this 14th day of March, 1997.

NOTARY PUBLIC:

Sign: Consuelo Cano

Print: Consuelo Cano

State of Florida at Large

My Commission Expires:



H97000004 442

H97000004442

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED AND ACCEPTANCE**

In compliance with the laws of Florida, the following is submitted:

That FAMILY OFFICE SERVICES CORPORATION, desiring to incorporate under the laws of the State of Florida has named Resident Agents Corporation of Florida with an address of 799 Brickell Plaza, Suite 900, Miami, Florida 33131-2805, County of Dade, State of Florida, as its statutory Registered Agent.

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity and agree to comply with the provisions of Florida law relative to keeping the registered office open, and I accept the obligations of Section 607.0501(3), Florida Statutes.

Dated this 14th day of MARCH, 1997.

RESIDENT AGENTS CORPORATION OF FLORIDA,
Registered Agent

By: James F. Baker, Secretary

32007\articles.001

H97000004442

5

FILED
97 MAR 17 PM 3:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA