

Document Number Only

PA100044093

C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, Florida 32301

City

State

Zip

Phone

CORPORATION(S) NAME

800002181258--3

-05/16/97--01053--003

****122.50 ****122.50

FSG Corporation

☒ Profit - Articles

☐ NonProfit

☐ Limited Liability Company

☐ Foreign

☐ Amendment

☐ Merger

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of R.A.

☐ Limited Liability Partnership

☐ Fictitious Name

☒ Certified Copy

☐ Photo Copies

☐ CUS

☐ Call When Ready

☐ Call if Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

Name	
Availability	
Document Examiner	
Updater	
Verifier	
Acknowledgment	
W.P. Verifier	

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PLEASE RETURN EXTRA COPY(S)
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RECEIVED
97 MAY 16 AM 11:02



Financial
Standards
Group, Inc.

May 15, 1997

VIA CT CORPORATION SYSTEM

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: FSG Corporation

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Incorporation of the above-referenced, together with a check made payable to your order in the amount of \$122.50. Kindly arrange to file the original Articles returning a certified copy to the undersigned.

Payment is to be applied as follows:

Filing Fees	\$ 35.00
Certified Copy	52.50
Registered Agent Designation	<u>35.00</u>
TOTAL	<u>\$122.50</u>

Should you require any additional information, please do not hesitate to contact me. Thank you for your assistance in this matter.

Very truly yours,


Sydney J. Monda

Enclosures

FSGI/97-13045



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 16, 1997

C T CORPORATION SYSTEM
660 EAST JEFFERSON ST
TALLAHASSEE, FL 32301

SUBJECT: FSG CORPORATION
Ref. Number: W97000011472

We have received your document for FSG CORPORATION and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 197A00026480

ARTICLES OF INCORPORATION

OF

FSGI CORPORATION

97 MAY 19 PM 1:48
FBI
TALLAHASSEE, FLORIDA

The undersigned, a natural person competent to contract, does hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

ARTICLE I

CORPORATE NAME

The name of this Corporation shall be: FSGI CORPORATION

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the Corporation is 3200 North Military Trail, Suite 300, Boca Raton, Florida 33431.

ARTICLE III

NATURE OF CORPORATE BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

CAPITAL STOCK

The maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall be 1,000 shares of common stock, \$.0001 par value per share.

ARTICLE IV

TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE V

REGISTERED AGENT AND
INITIAL REGISTERED OFFICE IN FLORIDA

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

James M. Dorman
3200 North Military Trail, Suite 300
Boca Raton, Florida 33431

ARTICLE VI

BOARD OF DIRECTORS

This Corporation shall have two Directors initially.

ARTICLE VII

INITIAL DIRECTORS

The names and addresses of the initial Directors of this Corporation are:

Lori Carmichael
3200 North Military Trail, Suite 300
Boca Raton, Florida 33431

James M. Dorman
3200 North Military Trail, Suite 300
Boca Raton, Florida 33431

The persons named as initial Directors shall hold office for the first year of existence of this Corporation, or until their

successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII

INCORPORATOR

The name of the person signing these Articles of Incorporation as the Incorporator is James M. Dorman, and his address is 3200 North Military Trail, Suite 300, Boca Raton, Florida 33431.

ARTICLE IX

INDEMNIFICATION

This Corporation shall indemnify to the fullest extent permitted by Florida Statute 607.0850, as may be amended from time to time, any director or officer of the Corporation who is a party or who is threatened to be made a party to any proceeding which is a threatened, pending or completed action or suit brought against said officer or director in his official capacity. This Corporation shall not indemnify any director or officer in any action or suit, threatened, pending or completed, brought by him against the Corporation, in the event the officer or director is not the prevailing party. Indemnification of any other persons, such as employees or agents of the Corporation, or serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust, or other enterprise, shall be determined in the sole and absolute discretion of the Board of Directors of the Corporation. Pursuant to Florida

Statute 607.0850(9), no court order indemnification shall, under any circumstances, be permitted.

ARTICLE X

AFFILIATED TRANSACTIONS

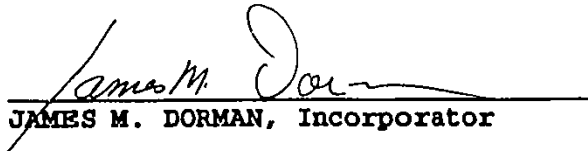
This Corporation expressly elects not to be governed by Florida Statute 607.0901, as amended from time to time, relating to affiliated transactions.

ARTICLE XI

CONTROL SHARE ACQUISITIONS

This Corporation expressly elects not to be governed by Florida Statute 607.0902, as amended from time to time, relating to control share acquisitions.

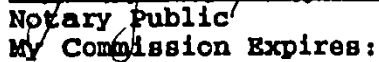
IN WITNESS WHEREOF, the undersigned Incorporator has executed the foregoing Articles of Incorporation on May 15, 1997.


JAMES M. DORMAN, Incorporator

STATE OF FLORIDA)
) SS.
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me on May 15, 1997, by James M. Dorman, as Incorporator. Mr. Dorman is personally known to me and did take an oath.

SYDNEY MONDA
(SEAL) Notary Public, State of Florida
My Comm. Expires Apr. 22, 1998
No. CC 359678
Bonded Thru Official Notary Services


Notary Public
My Commission Expires:

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND OFFICE FOR SERVICE OF PROCESS**

FSGICORPORATION, a Corporation existing under the laws of the State of Florida with its principal office at 3200 North Military Trail, Suite 300, Boca Raton, Florida 33431, has named James M. Dorman, whose address is 3200 North Military Trail, Suite 300, Boca Raton, Florida 33431, as its agent to accept service of process within the State of Florida.

ACCEPTANCE:

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby accept the appointment as Registered Agent, and agree to comply with all applicable provisions of law.


JAMES M. DORMAN

97 MAY 19 PM 1:48