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WYATT, TARRANT & COMBS

1500 NASHVILLE CITY CENTER

5th UNION STREET

NASHVILLE, TENNESSEE 37219-1750

615 244-0020

FAX: 615 256-1726

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Office Use Only ***\$257.50 ****\$122.50

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
97 DEC 17 AM 8:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
PARTNERS MANAGEMENT, INC.**

FILED
97 DEC 17 AM 8:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, acting as sole incorporator of PARTNERS MANAGEMENT, INC. (hereinafter, the "Corporation") under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, as hereafter amended and modified (the "FBCA") hereby adopts the following Articles of Incorporation for the Corporation:

**ARTICLE I
Name**

The name of the Corporation is:

PARTNERS MANAGEMENT, INC.

**ARTICLE II
Business and Activities**

The 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
Shares**

The total number of shares which the Corporation shall have the authority to issue shall be TEN THOUSAND (10,000) shares, consisting of a single class of common stock having a par value of \$.01 per share.

**ARTICLE IV
Preemptive Rights**

No shareholder of the Corporation shall have any preferential or preemptive right to subscribe for or purchase from the Corporation any new or additional shares of capital stock or securities convertible into shares of capital stock, of the Corporation, whether now or hereafter authorized.

ARTICLE V
Principal Office

The address of the Principal Office of the Corporation is 1332 Stewart Street, Winter Park, Florida 32789. The location of the Principal Office shall be subject to change as may be provided in bylaws duly adopted by the Corporation.

ARTICLE VI
Mailing Address

The mailing address of the Corporation is 1332 Stewart Street, Winter Park, Florida 32789.

ARTICLE VII
Initial Registered Office and Agent

The address of the initial Registered Office of the Corporation is 1332 Stewart Street, Winter Park, Florida 32789, and the initial Registered Agent at such address is Steve Sanders.

ARTICLE VIII
Initial Board of Directors

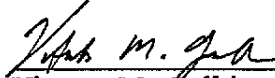
The number of Directors constituting the initial Board of Directors of the Corporation is one (1). The number of Directors may be increased or decreased from time to time, but in no event shall the number of Directors be less than one (1). The name and address of the person who is to serve as the initial Directors and until successor Directors are elected and shall qualify is as follows:

Steve Sanders
1332 Stewart Street
Winter Park, Florida 32789

ARTICLE IX
Incorporator

The name and address of the sole incorporator of the Corporation is:
Vitauts M. Gulbis, Wyatt, Tarrant & Combs, 1500 Nashville City Center, 511 Union Street, Nashville, Tennessee 37219.

IN WITNESS WHEREOF, these Articles have been signed by the undersigned incorporator this 15 day of December, 1997.


Vitauts M. Gulbis,
Incorporator

**ACCEPTANCE OF APPOINTMENT BY INITIAL
REGISTERED AGENT**

THE UNDERSIGNED, an individual resident of the State of Florida, having been named in Article VII of the foregoing Articles of Incorporation as initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that he is familiar with, and hereby accepts, the obligations set forth in Section 607.0505, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to him as Registered Agent of the corporation.

DATED, this 15 day of December, 1997.


STEVE SANDERS

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA