

P980000034222

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

100002486331--7  
-04/13/98--01049--007  
\*\*\*\*122.50 \*\*\*\*122.50

SUBJECT: Southeastern Pension Administrators, 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: Kalyn M. Lovett  
Name (Printed or typed)

1304 W. Busch Blvd.  
Address

Tampa, FL 33612  
City, State & Zip

(813) 936-9193  
Daytime Telephone number

FILED  
98 APR 13 AM 9:40  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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

**ARTICLES OF INCORPORATION**  
**OF**

**SOUTHEASTERN PENSION ADMINISTRATORS, INC.**

**FILED**

**98 APR 13 AM 9:40**

**SECRETARY OF STATE  
TALLAHASSEE FLORIDA**

The undersigned hereby makes, subscribes, acknowledges, and files with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

**ARTICLE I**

**Name**

The name of this corporation shall be Southeastern Pension Administrators, Inc.

**ARTICLE II**

**Term of Existence and Fiscal Year**

This corporation shall begin existence on the date of filing of these Articles of Incorporation with the Secretary of State of the State of Florida, and shall have perpetual existence thereafter. This corporation shall have a fiscal year beginning January 1, and ending December 31 of each year.

**ARTICLE III**

**Nature of Business**

The general nature of the business to be transacted by this corporation, and the objects and purposes thereof, shall be to transact any or all lawful business under the laws of the State of Florida.

**ARTICLE IV**

**Powers**

This corporation shall have all powers conferred by the laws of the State of Florida upon corporations.

**ARTICLE V**

**Capital Stock**

This corporation is authorized to issue 100 shares of common voting stock. All or any part of said capital stock may be paid for in cash, in property, or in labor or services actually performed for the corporation. All stock shall be fully paid for when issued and shall be nonassessable.

## ARTICLE VI

### Shareholder's Rights

(a) Each share of stock in this corporation shall entitle the holder thereof to one vote at any meeting of the corporation's share holders.

(b) There shall be no cumulative voting of the stock entitled to vote in the election of directors of this corporation.

(c) No holder of any class of stock of this corporation shall have any preemptive or preferential right to subscribe to, purchase, or receive any shares of any class of stock of the corporation, whether now or hereafter authorized, or any notes, debentures, bonds, or other securities convertible into or carrying options or warrants to purchase shares of any class of stock of the corporation issued or sold or proposed to be issued or sold or with respect to which options or warrants shall be granted; but all such shares of stock of any class or notes, debentures, bonds, or other securities convertible into or carrying options or warrants to purchase shares of any class may be issued and disposed of or sold by the Board of Directors on such terms and for such considerations, as far as may be permitted by law, and to such person or persons who are qualified to be shareholders as the Board of Directors may determine.

## ARTICLE VII

### Initial Registered Office and Agent

The name and street address of the initial registered agent of this corporation shall be Kalyn M. Lovett, 1304 West Busch Boulevard, Tampa, FL 33612.

## ARTICLE VIII

### Principal Place of Business

The principal place of business of the corporation shall be located at 1304 West Busch Boulevard, Tampa, FL 33612, with such other place of business as may be determined and fixed by the Board of Directors from time to time.

## ARTICLE IX

### Directors

This corporation shall initial have two (2) directors. The number of directors may be increased or decreased from time to time by the shareholders, provided that the corporation shall always have at least one director. The shareholders of the corporation may remove any director from office at any time with or without cause.

## ARTICLE X

### Officers

The names and post office addresses of the Officers of the corporation, who, subject to the provisions of the Bylaws and the laws of the state of Florida, shall hold office for the first year of the corporation's existence, or until their successors are elected and qualified, are as follows:

Office	Name and Post Office Address
President	Kalyn M. Lovett
Vice President	Richard J. Lovett, Jr.
Secretary	Kalyn M. Lovett 1304 West Busch Boulevard Tampa, FL 33612

## ARTICLE XI

### Initial Directors

The name and street address of the initial Director of this corporation, who, subject to the provisions of the Bylaws and laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until his successor is elected and qualified is Kalyn M. Lovett, 1304 West Busch Boulevard, Tampa, FL 33612.

## ARTICLE XII

### Names and Post Office Addresses of Subscribers

The names and post office addresses of the subscribers to the capital stock of this corporation and the number of shares each agrees to take, are as follows:

Name and Post Office Address	No. of Shares
Kalyn M. Lovett	80
Richard J. Lovett, Jr.	20
1304 West Busch Boulevard Tampa, FL 33612	

## ARTICLE XIII

### Transactions With Corporations

No contract or other transaction between this corporation and any other corporation, and no other contract or transaction of this corporation, shall in any way be affected or invalidated by the fact that any director or officer of this corporation is pecuniarily or otherwise interested in, any other corporation, or is a director or officer any other corporation. Any director or officer individually, or any firm of which any director or officer otherwise interested in any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been know

to the Board of Directors. Any director or officer of this corporation who is also a director or officer of such other corporation or member of such firm, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if he were not such officer or director of such other corporation or member of such firm, or not so interested.

#### ARTICLE XIV Bylaws

The power to adopt bylaws for this corporation, to alter, amend, or repeal said bylaws, and to adopt new bylaws shall be vested in the Board of Directors of this corporation.

The bylaws of this corporation shall be for the government of the corporation any may contain any provisions or requirements for the management or conduct of the affairs and business of the corporation, provided the same are not inconsistent with the provisions of the State of Florida or of the United States.

#### ARTICLE XV Amendment

These Articles of Incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the stockholders or at any special meeting of the stockholders called for that purpose.


#### ARTICLE XVI Incorporations

The name and post office addressee of the incorporator of this corporation is Kalyn M. Lovett, 1304 West Busch Boulevard, Tampa, FL 33612.

#### ARTICLE XVII Indemnification

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 8<sup>th</sup> day of April, 1998.

  
Kalyn M. Lovett  
Registered Agent accepting duties  
and responsibilities

FILED  
98 APR 13 AM 9:40  
TALLAHASSEE  
SECRETARY OF STATE