

P99000038604

DEPARTMENT OF STATE
ACCOUNT FILING COVER SHEET

Account Number FCA000000017

Reference:
(Sub Account)

Date: 4/28/99

Requestor Name: Carlton Fields

Address: Post Office Box 190
Tallahassee, Florida 32302

100002855171--0

Telephone: (850) 224-1585

Contact Name: Debra Naughton (x293)

Corporation Name: Lord Charities, Inc.

Entity Number (if applicable):

Authorization:

Debra Naughton

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
LORD CHARITIES, INC.**

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, adopts the following articles of incorporation for such corporation:

**ARTICLE I
Name**

The name of the corporation is Lord Charities, Inc.

**ARTICLE II
Initial Principal Office and Mailing Address**

The Corporation's initial principal office and mailing address is 310 S. 22nd Street, Lewisburg, Pennsylvania 17837.

**ARTICLE III
Shares**

The corporation shall have authority to issue 10,000 common shares with a par value of \$1.00 per share.

**ARTICLE IV
Initial Registered Agent and Office**

The street address of its initial registered office is 526 E. Park Avenue, Tallahassee, Florida 32301, and the name of its initial registered agent at that address is NRAI Services, Inc.

**ARTICLE V
Incorporator**

The name and address of the incorporator are:

Name

Laurel E. Lockett

Address

Carlton Fields
One Harbour Place
Tampa, Florida 33602

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ARTICLE VI
Initial Director

The corporation initially shall have a director, whose name and address is:

<u>Name</u>	<u>Address</u>
Timothy Sweeney	310 S. 22 nd Street Lewisburg, Pennsylvania 17837

ARTICLE VII
Indemnification

No director of the Corporation shall be personally liable to the Corporation or its shareholders for monetary damages to the Corporation or any other person for any statement, vote, decision or failure to act, regarding corporate management or policy, as a director, except to the extent that such exemption from liability or limitation thereof is not permitted under the Florida Business Corporation Act.

The Corporation shall indemnify to the full extent permitted by law any person who is made, or is threatened to be made, a party to any action suit or proceeding (whether civil, criminal, administrative or investigative) by reason of the fact that he or she is or was a director or officer of the Corporation or serves or served any other enterprises at the request of the Corporation. If the Florida Business Corporation Act is amended after the filing of these Amended and Restated Articles of Incorporation of which this Article VI is a part to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Florida Business Corporation Act as so amended.

Any repeal or modification of the foregoing paragraph by the shareholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.

Dated this 19th day of April, 1999.



Laurel E. Lockett, Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the Corporation, at the place designated as the registered office, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and the undersigned is familiar with and accepts the duties and obligations of the undersigned's position as registered agent.

Dated this 27 day of April, 1999.

REGISTERED AGENT:

NRAI SERVICES, INC.

By: Gailly Ward
Name: Gailly Ward
Title: Asst. Secretary

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