

AARON ASSOCIATES, INC.

80-5663

June 2 1980

Fulton Co

Van S Purser

Max. 500 shares com no par

paid in 500.00

44-87

DUPLICATE

State of Georgia



OFFICE OF SECRETARY OF STATE

I, David B. Poythress, Secretary of State of the State of Georgia, do hereby certify that

"AARON ASSOCIATES, INC."

has been duly incorporated under the laws of the State of Georgia on the 2nd day of June, 19 80, by the filing of articles of incorporation in the office of the Secretary of State and the fees therefor paid, as provided by law, and that attached hereto is a true copy of said articles of incorporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of my office, at the Capitol, in the City of Atlanta, this 2nd day of June in the year of our Lord One Thousand Nine Hundred and ~~Sixty~~ Eighty and of the Independence of the United States of America the Two Hundred and Four.

David B. Poythress
SECRETARY OF STATE, EX OFFICIO CORPORATION
COMMISSIONER OF THE STATE OF GEORGIA

ARTICLES OF INCORPORATION
OF
AARON ASSOCIATES, INC.

1.

The name of the corporation is Aaron Associates, Inc.

2.

The corporation shall have perpetual duration.

3.

The corporation is a corporation for profit and is organized for the following general purposes:

(a) For the purpose of operating, managing, and directing a private employment agency which will procure for its clientele various positions, jobs, and placement opportunities with various businesses, corporations, and

(b) To engage in any lawful business or activity relating hereto; and

(c) To engage in any lawful act or activity for which corporations may be organized under the Georgia Business Corporation Code.

4.

The corporation shall have all of the powers and shall enjoy all of the rights, privileges and immunities as provided for under the Georgia Business Corporation Code, and is organized pursuant to said Code.

5.

The corporation shall be authorized to issue its common stock in accordance with the provisions of Section 1244 of the Internal Revenue Code of 1954, as amended.

6.

The maximum number of shares of capital stock that the

corporation shall be authorized to have outstanding at any time shall be 500 shares of common stock with no par value per share; and the corporation shall not begin business until it has received consideration of a fixed value, which shall not be less than \$500.00 for the issuance of its shares of common stock.

7.

None of the holders of shares of common stock of the corporation shall be entitled as a matter of right to purchase, subscribe for or otherwise acquire any new or additional shares of capital stock of the corporation of any class, or any options or warrants to purchase, subscribe for or otherwise acquire any such new or additional shares or any shares, evidences of indebtedness or other securities convertible into or carrying options or warrants to purchase, subscribe for or otherwise acquire any such new or additional shares.

8.

The Board of Directors of the corporation may authorize the issuance of bonds, debentures and other evidences of indebtedness of the corporation and may fix all the terms thereof including, without limitation, the convertibility thereof into shares of stock of the corporation of any class, or any series of the same class.

9.

The initial registered office of the corporation shall be 38 Old Ivy Road, N.E., Atlanta, Georgia, 30342, and the initial registered agent of the corporation at such address shall be S. Alan Cohn.

10.

The initial Board of Directors of the corporation shall consist of one Director, whose name and address is as follows:

<u>Name</u>	<u>Address</u>
Van S. Purser	12 Perimeter Park Drive Atlanta, Georgia 30341

11.

The name and address of the incorporator is Van S. Purser, 12 Perimeter Park Drive, Atlanta, Georgia, 30341.

12.

The corporation shall have the power, acting by its Board of Directors, to make distributions to its shareholders out of its capital surplus and to purchase its own shares out of its unreserved and unrestricted capital surplus available therefor.

13.

In furtherance and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized:

(a) To fix, determine, and vary from time to time the amount to be maintained as surplus and the amount or amounts to be set apart as working capital.

(b) To set apart out of any of the funds of the corporation legally available for dividends an operating reserve or reserves.

(c) To make, amend, alter, change, add to, or repeal bylaws of the corporation, without any action on the part of the shareholders. The bylaws made by the Directors may be amended, altered, changed, added to, or repealed by a majority of a quorum of the shareholders.

(d) To authorize and cause to be executed mortgages and liens, with or without limit as to amount, upon the real or personal property of the corporation.

(e) From time to time to determine whether and to what extent, at what time and place, and under what conditions and regulations the accounts and books of the corporation, or any of them, shall be open to the inspection of any stockholder; and no stockholder shall have any right to inspect any account or book or document of the corporation except as conferred by statute or bylaws or as authorized by resolution of the stockholders or Board of Directors.

(f) To authorize the payment of compensation to the Directors for services to the corporation, including fees and expenses for attendance at meetings of the Board of Directors, the executive committee, and other committees and salaries for serving as such Directors or committee members, and to determine the amount of such compensation.

(g) From time to time to formulate, establish, promote, and carry out, and to amend, alter, change, revise, recall, repeal or abolish a plan or plans for the participation by all or any of the employees, including Directors and officers, of the corporation, or of any corporation, company association, trust or organization in which or in the welfare of which the corporation has any interest and those actively engaged in the conduct of the corporation's business, in the profits, gains, or business of the corporation or of any branch or division thereof as part of the corporation's legitimate expenses and for the furnishing to such employees, Directors, officers, or persons, or any of them at the corporation's expense, of medical expenses, insurance against accident, sickness or death, pensions during old age, disability or unemployment education, housing, social services, recreation or other similar aids for their relief or general welfare in such manner and upon such terms and conditions as the Board of Directors shall determine.

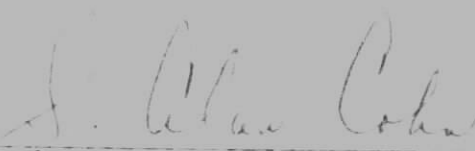
(h) From time to time to formulate, establish, and carry out, and to amend, alter, change, revise, recall, repeal, or abolish, a plan or plans providing for the purchase of shares of stock of the corporation by, or for the granting of options or other rights to purchase shares of stock of the corporation, to all or any of the officers and other employees of the corporation upon such terms and conditions and for such consideration as the Board of Directors may determine in good faith to be fair and reasonable.

14.

The corporation shall indemnify, to the full extent that it shall have power under applicable law to do so and in the manner permitted by such law, any person made or threatened to be made a party to any threatened, pending or completed action, suit or proceedings, whether civil, criminal, administrative or investigative, by reason of the fact that he is or was a director or officer of the corporation. The corporation may indemnify, to the full extent it shall have power under applicable law to do so and in a manner permitted by such law, any person

made or threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he is or was an employee or agent of the corporation as a director, officer, employee or agent of, or participant in, another corporation, partnership, joint venture, trust or other enterprise. The indemnification provided by this paragraph shall not be deemed exclusive of any other rights to which any person seeking indemnification may be entitled under any bylaw agreement, vote of stockholders or disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be such director, officer, employee, agent or participant and shall inure to the benefit of the heirs, executors and administrators of such a person.

IN WITNESS WHEREOF, I have hereunto executed these Articles of Incorporation, this 30th day of May, 19 80.


S. Alan Cohn
Attorney for Incorporator
Van S. Purser

TRAUNER, KING & COHEN
38 Old Ivy Road, N.E.
Atlanta, Georgia 30342
Telephone: 404/233-1900

State of Georgia



OFFICE OF SECRETARY OF STATE

I, David B. Poythress, Secretary of State of the State of Georgia, do hereby certify that

based on a diligent search of the records on file in this office I find that the name of the following proposed domestic corporation to wit

"AARON ASSOCIATES, INC. "

is not identical with or confusingly similar to the name of any other existing domestic or domesticated or foreign corporation registered in the records on file in this office or to the name of any other proposed domestic or domesticated, or foreign corporation as shown by a certificate of the Secretary of State heretofore issued and presently effective.

This certificate is in full force and effective for a period of 4 calendar months from date of issuance. After such period of time, this certificate is void.

In TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of my office, at the Capitol, in the City of Atlanta, this 6th day of May, in the year of our Lord One Thousand Nine Hundred and ~~Seventy~~ ^{xxxxxx} Eight, and of the Independence of the United States of America the Two Hundred and Four

80126124

Secretary of State, Ex Officio Corporation
Commissioner of the State of Georgia

Secretary of State
Business Services and Regulation

Suite 306, West Tower
 2 Martin Luther King Jr. Dr.
 Atlanta, Georgia 30334

CONTROL NUMBER : 8005663 DP
 DATE INCORP/FILED : 06/02/80
 DOCKET NUMBER : 89118150
 DATE DISSOLVED : 5/13/88
 EXAMINER : BECKY GIBBS
 TELEPHONE : 404-656-2817
 ANNUAL REGISTRATION : \$ 70.00
 REINSTATEMENT FEE : \$ 25.00
 TOTAL DUE : \$ 95.00

89139502

FORM R8
 REQUESTED BY:

VAN S. PURSER
 AARON ASSOCIATES, INC.
 5103 CHAMBLEE-TUCKER ROAD
 TUCKER GA 30085

APPLICATION FOR REINSTATEMENT OF A DOMESTIC CORPORATION

"AARON ASSOCIATES, INC."

INSTRUCTIONS: COMPLETE AND RETURN ALL COPIES OF THIS FORM WITH A CHECK MADE PAYABLE TO THE SECRETARY OF STATE FOR THE AMOUNT DUE ABOVE. THE CORPORATION WAS INVOLUNTARILY DISSOLVED BY THE SECRETARY OF STATE ON THE DATE SET FORTH ABOVE. THE CORPORATION SUBMITS THIS APPLICATION FOR REINSTATEMENT AND CERTIFIES THAT ALL TAXES OWED THE STATE OF GEORGIA HAVE BEEN PAID. THE AMOUNT REINSTATEMENT FEE OF \$25.00. THIS APPLICATION MUST BE SIGNED BY ALL PERSONS, IF POSSIBLE, WHO WERE DIRECTORS WHEN THE CORPORATION WAS DISSOLVED. IF THERE ARE MORE THAN SIX DIRECTORS, OTHER DIRECTORS MAY SIGN ON THE REVERSE SIDE OF THIS FORM. SEE PUBLICATION REQUIREMENTS IN O.C.G.A. 14-2-283(P).

Van S. Purser
 Van S. Purser

Jeanne T. Purser

CERTIFICATE - OFFICIAL USE ONLY

AMOUNT PAID : \$95.00
 DOCKET NUMBER : 89139501, 89139502 (1K)
 DATE REINSTATED : 5/11/89
 CERTIFIED BY : J. Andrew

MAX CLELAND
 SECRETARY OF STATE

H. Wayne Howell

H. WAYNE HOWELL
 DEPUTY SECRETARY OF STATE



SECURITIES
 656-2894

CEMETERIES
 656-3079

CORPORATIONS
 656-2817

CORPORATIONS HOT-LINE
 404-656-2222
 Outside Metro-Atlanta

Secretary of State
Business Services and Regulation

Suite 306, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334

PAGE NUMBER : 2 OF 2
CHARTER NUMBER : 8005663 DP
DATE INCORP/FILED : 06/02/80
DOCKET NUMBER : 89118150
DATE DISSOLVED : 5/13/88
EXAMINER : BECKY GIBBS
TELEPHONE : 404-656-2817

"AARON ASSOCIATES, INC."

THE FOLLOWING INFORMATION MUST BE COMPLETED AND ALL COPIES OF
PAGE 1 AND 2 MUST BE PROMPTLY RETURNED TO THE SECRETARY OF STATE:

CORP. MAILING ADDRESS: P.O. Box 2001

CORP. CITY/ST/ZIP: Tucker, GA 30085-2001

DATE: 5/15/89

CHIEF EXECUTIVE OFFICER: Van S. Purser

STREET ADDRESS: 5103 Chamblee-Tucker Road

CITY/ST/ZIP: Tucker, GA 30084

DATE: 5/15/89

CHIEF FINANCIAL OFFICER: Van S. Purser

STREET ADDRESS: 5103 Chamblee-Tucker Road

CITY/ST/ZIP: Tucker, GA 30084

DATE: 5/15/89

SECRETARY: Jeanne J. Purser

STREET ADDRESS: 5103 Chamblee-Tucker Road

CITY/ST/ZIP: Tucker, GA 30084

DATE: 5/15/89

REGISTERED AGENT: Van S. Purser

STREET ADDRESS: 5103 P.O. Box 2001, 5103 Chamblee-Tucker Rd.

CITY/ST/ZIP: Tucker, GA 30085-2001

DATE: 5/15/89

COUNTY WHERE REGISTERED AGENT LOCATED: DeKalb

REGISTERED AGENT MUST SIGN HERE:

Van S. Purser
Max Cleland

MAX CLELAND
SECRETARY OF STATE

H. Wayne Howell

H. WAYNE HOWELL
DEPUTY SECRETARY OF STATE



SECURITIES
656-2894

CEMETERIES
656-3079

CORPORATIONS
656-2817

CORPORATIONS HOT-LINE
404-656-2222
Outside Metro-Atlanta

SSDL SYSDATE 05/19/89 *** DOCKET ***

DOCKET#	CORPORATION NAME	TYPE	DISP
89118150	AARON ASSOCIATES, INC.	R8	85

TOTAL Amount : \$ 70.00 Invoice/Receipt : P Cntr-trans
Inv/Rec Amount : \$ 70.00 Cat: CHT#: 8005663

REMARKS :
REINSTATEMENT, DOMESTIC FOR AARON ASSOCIATES, INC.

Current Charter # 89139501

BILL-TO INFORMATION

Name: VAN S. PURSER
Addr: 5103 CHAMBLEE-TUCKER ROAD
City: TUCKER State: GA Zip: 30085

COMMENT:

COMMAND: ENTER (C)ontinue (A)uto-inquiry (S)top (D)ocket-add
WOULD YOU LIKE ADDITIONAL COMMENTS ON I/R ? (Y/N) N

SSDL SYSDATE 05/19/89 *** DOCKET ***

DOCKET#	CORPORATION NAME	TYPE	DISP
89139502	AARON ASSOCIATES, INC.	1R	72

#* Inv/Rec Amount : \$ 25.00 Cntr-trans I/R R

BILL-TO INFORMATION :

Name: AARON ASSOCIATES, INC.
Addr: 5103 CHAMBLEE-TUCKER RD.
City: TUCKER State: GA Zip: 30084

COMMENT:

COMMAND: ENTER (C)ontinue (S)top (I)nvoice/receipt processor
MESSAGE: WOULD YOU LIKE ADDITIONAL COMMENTS ON I/R ? (Y/N) N

Secretary of State
Business Services and Regulation

Suite 306, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334

FORM NUMBER : NR
CERTIFICATE DATE : 04/27/89
DOCKET NUMBER : 89114124
EXAMINER : STACY GILLEY
TELEPHONE : 404-656-2821

REQUESTED BY:

VAN S. PURSER
5103 CHAMBLEE TUCKER RD
TUCKER GA 30085

NAME RESERVATION CERTIFICATE

THE RECORDS OF THE SECRETARY OF STATE HAVE BEEN REVIEWED AND THE FOLLOWING NAME IS NOT IDENTICAL TO, AND APPEARS TO BE DISTINGUISHABLE FROM, THE NAME OF ANY OTHER EXISTING CORPORATION, PROFESSIONAL ASSOCIATION, OR LIMITED PARTNERSHIP ON FILE PURSUANT TO THE APPLICABLE PROVISIONS OF THE GEORGIA LAWS RELATING TO CORPORATIONS, PROFESSIONAL ASSOCIATIONS AND LIMITED PARTNERSHIPS (TITLE 14 OF THE OFFICIAL CODE OF GEORGIA ANNOTATED).

"AARON ASSOCIATES, INC."

THIS CERTIFICATE SHALL BE VALID FOR A PERIOD OF TWO CALENDAR MONTHS FOR PROFIT AND NONPROFIT CORPORATIONS AND PROFESSIONAL ASSOCIATIONS (DP, FP, DN, FN, & PA), SIXTY (60) DAYS FOR LIMITED PARTNERSHIPS (7D OR 7F) AND SIX CALENDAR MONTHS FOR BANKS (BK) FROM THE DATE OF THIS CERTIFICATE. PLEASE SUBMIT THE ORIGINAL CERTIFICATE (WHITE COPY) WITH THE ARTICLES OF INCORPORATION, CERTIFICATE OF LIMITED PARTNERSHIP OR APPLICATION FOR PROFESSIONAL ASSOCIATION OR CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS.

THE SECRETARY OF STATE MAY EXTEND THE CERTIFICATE FOR ONE PERIOD IF THE APPLICANT SUBMITS A \$20.00 FEE AND A WRITTEN REQUEST EXPLAINING WHY THE EXTENSION IS REQUESTED.

Max Cleland

MAX CLELAND
SECRETARY OF STATE

H. Wayne Howell

H. WAYNE HOWELL
DEPUTY SECRETARY OF STATE



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656-2894

CEMETERIES
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