

S22100

CAPITOL SERVICES d/b/a  
PARALEGAL & ATTORNEY SERVICE BUREAU, INC.

(Requestor's Name)  
 1406 Hays Street, Suite 2  
 (Address)  
 Tallahassee, FL 32301 (904) 656-3992  
 (City, State, Zip) (Phone #)

OFFICE USE ONLY

91 FEB 27 PM 2:01

TALLAHASSEE, FLORIDA

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 -03/03/97--01097--015  
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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Centurion Insurance Services, Inc. S22100  
 (Corporation Name) (Document #)
2. \_\_\_\_\_  
 (Corporation Name) (Document #)
3. \_\_\_\_\_  
 (Corporation Name) (Document #)
4. \_\_\_\_\_  
 (Corporation Name) (Document #)

Walk in     Pick up time 2/26/97     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 checked="" 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

N. HENDRICKS FEB 27 1997

Examiner's Initials	
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**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF**

**CENTURION INSURANCE SERVICES, INC.**

**FILED**  
97 FEB 27 PM 2:01

HALL COUNTY CLERK  
TALLAHASSEE, FLORIDA

The Articles of Incorporation of Centurion Insurance Services, Inc., a Florida corporation (the "Corporation"), are hereby amended and restated in their entirety as follows:

**ARTICLE I - NAME AND MAILING ADDRESS**

The name of the Corporation is PEP Equities Corporation, and the mailing address of the Corporation is 401 South Lincoln Center, Suite B, Clearwater, FL 34616-5825.

**ARTICLE II - DURATION**

The Corporation shall have perpetual existence.

**ARTICLE III - PURPOSE**

The Corporation may engage in any activity or business permitted under the laws of the State of Florida.

**ARTICLE IV - CAPITAL STOCK**

The Corporation is authorized to issue Fifteen Million (15,000,000) shares of capital stock, designated as follows: (a) Ten Million (10,000,000) shares of common stock, par value \$.001 per share, which shall be designated as "Common Stock"; and (b) Five Million (5,000,000) shares of preferred stock, no par value per share, which shall be designated "Preferred Stock," to be issued in such series with such designations, rights, privileges and preferences, dividends, splits, conversions or other issues as shall be determined from time to time by the Board of Directors of the Corporation.

**ARTICLE V - REGISTERED OFFICE AND REGISTERED AGENT**

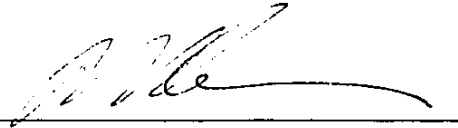
The street address of the registered office of the Corporation is 3112 West Kennedy Boulevard, Tampa, FL 33609, and the name of the registered agent of the Corporation at that address is Michael T. Williams.

**ARTICLE VI - INDEMNIFICATION**

The Corporation reserves the right to amend or repeal any provision contained in the Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

The undersigned hereby certifies that these Amended and Restated Articles of Incorporation were adopted by the sole director and sole shareholder of the Corporation on the 25th day of February, 1997, and that the number of votes cast was sufficient for approval thereof.

**IN WITNESS WHEREOF**, the undersigned has executed these Amended and Restated Articles of Incorporation of the Corporation as of the 25th day of February, 1997.

A handwritten signature in black ink, appearing to read "M. Williams", is written over a horizontal line.

Michael T. Williams  
President