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February 23, 2000

The Secretary of State Division of Corporations Post Office Box 6327 Tallahassee, FL 32314

Re: Ludie, Inc.

Dear Sir:

Enclosed you will find an original and one copy of the Articles of Incorporation and Certificate of Acceptance of Designation as Registered Agent, together with our check for \$122.50 to cover your charges as follows:

Filing Fee	\$ 35.00	-	to e
Fee for Certified Copy of Articles		7	EGS OFF
of Incorporation	52.50	,	B2
Fee for Filing Certificate of Registered Agent	35.00	-	SSE SE
registered rigent	<u> 33.00</u>	•	- 피우 글 ㅁ
Total	\$122.50		
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Please file the original Articles and Certificate of Registered Agent, certify the copy and return the certified copy to me. Should you need anything further in connection with this matter, please advise.

Sincerely,

Lee G. Kellison

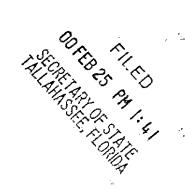
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ARTICLES OF INCORPORATION

OF

LUDIE, INC.



ARTICLE I

NAME, PRINCIPAL OFFICE, AND MAILING ADDRESS

The name of this corporation is Ludie, Inc. The corporation's initial principal office and mailing address are located at 3314 Walnut Street, Jacksonville, Florida 32206.

ARTICLE II

NATURE OF BUSINESS

This corporation is organized for the purpose of engaging in and transacting any or all lawful business permitted under the laws of the State of Florida or any other state and of the United States.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue Seventy Five Hundred (7500) shares of common stock having a par value of One and No/100 Dollars (\$1.00) per share, which shares shall be and hereby are designated as "Common Shares".

ARTICLE IV

TERM OF EXISTENCE

The term for which this corporation shall exist shall be perpetual, commencing with the filing of these Articles of Incorporation.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation in the State of Florida is 233 East Bay Street, Suite 620, Jacksonville, Florida 32202, and the name of the initial registered agent of this corporation is Lee G. Kellison. The Board of Directors may, from time to time, change the registered agent or move the registered office to any other address in Florida.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have four (4) Directors initially. The number of Directors may be increased or decreased, from time to time, by amendment to the Bylaws, but in no event shall the number of Directors be reduced below one (1). The names and addresses of the initial Directors of this corporation are as follows:

NAME

ADDRESS

David Turner

3314 Walnut Street Jacksonville FL 32206

Sylvia A. Mitchell

3314 Walnut Street

Jacksonville FL 32206

Justin C. Turner

3314 Walnut Street

Jacksonville FL 32206

Derick L. Turner

3314 Walnut Street Jacksonville FL 32206

ARTICLE VII

INCORPORATOR

The name and address of the incorporator of this corporation is as follows:

NAME

ADDRESS

Lee G. Kellison

233 E. Bay Street, Suite 620 Jacksonville FL 32202

ARTICLE VIII

<u>AMENDMENTS</u>

These Articles of Incorporation may be amended in the manner provided by law. Both the shareholders and the Board of Directors may repeal, amend or adopt Bylaws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaw made by them that such Bylaw shall not be altered, repealed or amended by the Board of Directors.

IN WITNESS WHEREOF, the undersigned incorporator, being a natural person competent to contract, has hereunto set his hand and affixed his seal this day of plo January, 2000.

Lee G. Kellison, Incorporator

STATE OF FLORIDA } COUNTY OF DUVAL }

The foregoing instrument was acknowledged before me this the 23 day of February, 2000, by Lee G. Kellison, who is personally known to me, and who did take an oath.

Motary Public

My Commission Expires:

(Typed, Stamped or Printed)

Margaret C. Gibson
My Commission # Co616888 Expires

January 28, 2001
BONDED THRU TROY FAIN HISURANCE, INC.

Serial Number (if any)

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED AND ACCEPTANCE OF DESIGNATION AS REGISTERED AGENTS.

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, Ludie, Inc. desiring to organize under the laws of the State of Florida with its initial principal office as indicated in its articles of incorporation, being located at 3314 Walnut Street, Jacksonville, Florida, has designated Lee G. Kellison as its initial registered agent to accept service of process within this state, and has designated as its initial registered office the following address: 233 East Bay Street, Suite 620, Jacksonville, Florida 32202.

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for the service of process within the State of Florida upon Ludie, Inc., a corporation organized under the laws of the State of Florida, does hereby accept the appointment as such Registered Agent for the abovenamed corporation, and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office of said corporation, which Registered Office is located at 233 East Bay Street, Suite 620, Jacksonville, Florida 32202.

IN WITNESS WHEREOF, I, the said Registered Agent, have hereunto set my hand and seal at Jacksonville, Duval County, Florida, on this <u>33</u> day of February, 2000.

Lee G. Kellison, as Registered Agent

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