

March 2, 2000

100003158861--8 -03/06/00--01123--005 *****78.75 ******78.75

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

Re: Stewart Enterprises of Pace, Inc.

Dear Sirs:

Enclosed are an executed original and one copy of the Articles of Incorporation of **Stewart Enterprises of Pace, Inc.,** and an original and one copy of an executed Certificate Designating the Resident Agent. Our check in the amount of \$78.75 in payment of the following fees is also enclosed:

Filing Fee	\$35.00
Certificate Designating	
Resident Agent	35.00
Certified Copy	8.75
Total	\$ 78.75

Please file these originals and certify and return the copies of the enclosed Articles of Incorporation and Resident Agent Certification.

Yours very truly,

Sheila T. Taylor

Assistant to Jack Locklin

JL/stt Enclosures

77 Jones Avenue • Milton, Florida 32570 • Telephone (850) 623-2500 • Telefax (850) 983-8503 4557 Chumuckla Highway • Pace, Florida 32571 • Telephone (850) 995-1102 • Telefax (850) 995-1103

ARTICLES OF INCORPORATION

<u>OF</u>

Stewart Enterprises of Pace, Inc.

ARTICLE - I

The name of this corporation is: Stewart Enterprises of Pace, Inc.

ARTICLE - II

The purpose of this corporation is to cater meals and beverages to banquets, business events and golf tournaments, and any and all other lawful business.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock.

<u>ARTICLE IV - PRE EMPTIVE RIGHTS</u>

Each shareholder upon the sale for cash of any new stock of this corporation of the same kind, class or series of that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price of which it is offered to others.

ARTICLE V - INITIAL REGISTERED

OFFICE AND AGENT

The street address of the initial registered office of this corporation is 5626 Champions Drive, Pace, Florida 32571, and the name of the initial registered agent of this corporation at that address is Thomas F. Stewart. The principal office is the same as the registered office.

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SECRETARY OF STATE
AND AHASSEE, FLORID

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one director, initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one. The names and addresses of the initial directors of this corporation is:

NAME	ADDRESS
Thomas F. Stewart	5626 Champions Drive Pace, Florida 32571
Myra Stewart	5626 Champions Drive Pace, Florida 32571
Patrick G. Bowling	3568 Stratford Lane Pace, Florida 32571

ARTICLE VII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation is Thomas F. Stewart, 5626 Champions Drive, Pace, Florida 32571.

ARTICLE VIII - BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles	
of Incorporation on the 2 day of March, 2000. June Thomas F. Stewart	
STATE OF FLORIDA	
COUNTY OF SANTA ROSA	
BEFORE ME the undersigned Notary Public in and for the State of Florida at large,	
personally appeared Thomas F. Stewart, to me well known and known to me to be the	
individual described in or who presented as	
identification, and who executed the foregoing Articles of Incorporation of Stewart	
Enterprises of Pace, Inc. and being duly swom acknowledged that he executed the same	
for the uses and purposes therein expressed.	
GIVEN under my hand and official sealthis the 2 day of March, 2000. Notary Public Notary Public Notary Public Notary Public My commission expires: COMMISSION # CC 692552 EXPIRES 12/28/2001 BONDED THRU ASA 1-888-NOTARY1	

CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, AND NAMING AGENT

UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.09I, Florida Statutes, the following is submitted:

Stewart Enterprises of Pace, Inc., desiring to organize under the Laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at Pace, Santa Rosa County, Florida, has named Thomas F. Stewart, 5626 Champions Drive, Pace, Florida 32571, as agent to accept service of process within the state.

Dated this the 2 day of March, 2000.

Stewart Enterprises of Pace, Inc.

Thomas F. Stewart

ACCEPTANCE

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of the act relative to keeping open an office.

Thomas F. Stewart