

FROM : Florida Accounting Service

PHONE NO. : 904 6776735

Dec. 29 2000 07:45AM F6
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P00000117956

**Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State**

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To:

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From:

Account Name : FLORIDA ACCOUNTING SERVICE
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Phone : (904) 673-2752
Fax Number : (904) 677-6735

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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FLORIDA PROFIT CORPORATION OR P.A.

P.R. Performance, Inc.

Certificate of Status	0
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FROM : Florida Accounting Service

PHONE NO. : 904 6776735

Dec. 27 2000 09:46PM P1



Florida Accounting Service

Park Plaza Professional Building
533 N. Nova Road • Suite 113
Ormond Beach, Florida 32174
(904) 673-2752 • 673-2754
Fax: (904) 677-6735

December 27, 2000

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

RE: P.R. Performance, Inc.
Document Number: P980000095342

To Whom It May Concern:

Please be advised that as per our telephone conversation this day, You may release the above name P.R. Performance, Inc. as it has been admin. dissolved. and I wish that the name be made available again.

Thanking you in advance for your time and consideration in this matter.

If you have any additional questions or need any additional information, please feel free to contact me at the above number.

Sincerely,


Tyler Benedict
President

CC\FILE
Florida Accounting



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 22, 2000

FLORIDA ACCOUNTING SERVICE

SUBJECT: P.R. PERFORMANCE, INC.
REF: W00000029971

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

THE CONFLICT IS P.R. PERFORMANCE, INC.

If you have any further questions concerning your document, please call (850) 487-6927.

Tracy Smith
Document Specialist

FAX Aud. #: H00000066397
Letter Number: 400A00064205

Division of Corporations - P.O. BOX 6827 - Tallahassee, Florida 32314

AUDIT NUMBER H000000663971

ARTICLES OF INCORPORATION OF
P.R. PERFORMANCE, INC.

The undersigned incorporator(s), for the purpose of forming a corporation for profit pursuant to chapter 607, Florida Statutes, does hereby adopt the following Articles of Incorporation:

ARTICLE I: NAME

The name of the corporation is: P.R. PERFORMANCE, INC.

ARTICLE II: DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these articles of incorporation with the Department of The State Of Florida.

ARTICLE III: PURPOSE

This corporation is organized for the purpose of engaging in any and all lawful business activities in the State Of Florida

ARTICLE IV: SHARES

This corporation is authorized to issue 500 shares of \$ 1.00 par value common stock.

ARTICLE V: QUORUM FOR STOCKHOLDER'S MEETING

Unless other wise provided for in the corporation's bylaws, A majority of the shares entitled to vote, represented in by person or by proxy, shall be required to constitute a quorum at a meeting of shareholders.

ARTICLE VI: INITIAL REGISTERED OFFICE AND
REGISTERED AGENT

The street address of the initial principal office of this corporation is 705 N. Garfield Ave., Deland, Fl. 32724 and the name of the initial registered agent of this corporation is FLORIDA STATE ACCOUNTING, INC., whose address is 533 N. Nova Road, Suite 115, Ormond Beach, Florida 32174-4421.

PREPARED BY:

NAME : Tyler Benedict
ADDRESS : 705 N. Garfield Ave.
: Deland, Fl. 32724
PHONE # : 904-

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FROM : Florida Accounting Service

PHONE NO. : 904 6776735

Dec. 21 2000 07:41 AM FZ

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ARTICLE VII: INITIAL BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may either increased or diminished from time to time in the manner provided in the by-laws, but shall never be less than one. The name(s) and street addresses of the initial directors of the corporation are as follows:

Tyler Benedict
705 N. Garfield Ave.
Deland, FL 32724

ARTICLE VIII: RESTRICTIONS OF TRANSFER OF CAPITAL STOCK

Unless otherwise provided in the corporation's by-laws, no shares of the capital stock of this corporation may be transferred without prior approval of the corporation's board of directors.

ARTICLE IX: INDEMNIFICATION


The corporation shall indemnify its officers, the directors and authorized agents for all liabilities incurred directly, indirectly, or incidentally to the services performed for the corporation, to the fullest extent permitted under Florida law existing now or hereinafter enacted.

The name(s) and street address(es) of the corporation's incorporator to these articles of incorporation is (are):

Tyler Benedict
705 N. Garfield Ave.
Deland, FL 32724

The undersigned incorporator(s) has(have) executed these articles of incorporation this 21 day of DECEMBER, 2000

(An additional article must be added if an effective date is requested).


Signature

NOTARIZATION IS NOT REQUIRED

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

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ARTICLE X: RESTRICTIONS OF TRANSFER OF CAPITAL STOCK

Unless otherwise provided in the corporation's by-laws, no shares of the capital stock of this corporation may be transferred without prior approval of the corporation's board of directors.

ARTICLE XI: INDEMNIFICATION

The corporation shall indemnify its officers, the directors and authorized agents for all liabilities incurred directly, indirectly, or incidentally to services performed for the corporation, to the fullest extent permitted under Florida law existing now or hereinafter enacted.

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA

1. The name of the corporation is: P.R. PERFORMANCE, INC.

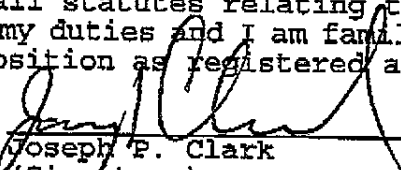
2. The name and address of the registered agent and office is:

FLORIDA STATE ACCOUNTING, INC.
(name)

533 N. NOVA ROAD, SUITE 115
(P.O. Box not acceptable)

ORMOND BEACH, Florida 32174-4421
(City/State/Zip)

Having been named as registered agent to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties and I am familiar with and accept the obligations of my position as registered agent.


Joseph F. Clark
(Signature)
PRESIDENT

DATE 12/21/2000

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