

P00000117956

L. Todd Budgen, Esq.
Michael Nettles, Esq.
6181 Raleigh Street, #1813
Orlando, Florida 32835
(407) 822-3747 / Fax (407) 822-3747

FILED
01 MAY -9 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

700004192287--6
-05/10/01--01010--005
*****8.75 *****8.75

May 7, 2001

Re: Restatement of Articles of Incorporation
P.R. Performance, Inc.

700004192287--6
-05/10/01--01010--004
*****35.00 *****35.00

Dear Sir or Madam:

Enclosed is the restated Articles of Incorporation of P.R. Performance, Inc. to be filed with your office. I have also enclosed a check for \$35.00 and one for \$8.75, each payable to the Florida Department of State. The restated Articles of Incorporation supersede the original Articles of Incorporation and all amendments to them. The restated Articles of Incorporation contain amendments to the Articles of Incorporation that have been approved by the Shareholders and Directors. The number of votes cast for the amendments were sufficient for approval.

Please send a certified copy of these Restated Articles as filed to the above address. Should you have any questions, do not hesitate to contact me.

Amend & Restate
5-25-01
BMS

Sincerely,

L. Todd Budgen
L. Todd Budgen, Esq.

Enclosure

L. Todd Budgen, Esq.
Michael Nettles, Esq.
6181 Raleigh Street, #1813
Orlando, Florida 32835
(407) 822-3747 / Fax (407) 822-3747

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


May 20, 2001

Re: Restated of Articles of Incorporation
for P.R. Performance, Inc.

Dear Sir or Madam:

Your office appears to have mistakenly returned the enclosed Amended and Restated Articles of Incorporation. It is imperative that the original filing date prior to May 15th, 2001 be preserved. Although I am unclear why your office has forwarded instructions on the proper dissolution of a company, I trust these Amended Articles, completed pursuant to the requirements of F.S. 607.1006, will be filed on their original filing date. Thank you for your attention to this matter. Please contact me regarding any additional questions you may have.

Sincerely,


L. Todd Budgen, Esq.

Enclosure



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

RECEIVED
01 MAY 24 AM 10:03
DIVISION OF CORPORATIONS

May 16, 2001

L. TODD BUDGEN, ESQ.
6181 RALEIGH STREET, #1813
ORLANDO, FL 32835

SUBJECT: P.R. PERFORMANCE, INC.
Ref. Number: P00000117956

We have received your document for P.R. PERFORMANCE, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The application/form submitted does not meet the requirements of this office; please complete the attached application/form.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6957.

Doug Spitler
Document Specialist

Letter Number: 901A00029674

AMENDED
AND RESTATED ARTICLES
OF INCORPORATION OF
P.R. PERFORMANCE, INC.

FILED
01 MAY -9 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby adopt and consent to the following resolutions as all of the Shareholders and Directors of P.R. Performance, Inc. ("Corporation"):

RESOLVED, that the number of shares of stock the Corporation is authorized to have outstanding at any one time is hereby increased to six million (6,000,000) shares having a par value of zero cents (\$0.00) per share.

FURTHER RESOLVED, that the existing Articles of Incorporation of the Corporation are hereby deleted in their entirety and replaced with the following restated Articles of Incorporation;

ARTICLE I: NAME

The name of the corporation is P.R. Performance, Inc.

ARTICLE II: PRINCIPLE

The principle place of business address of the corporation is 705 North Garfield Avenue, Deland, Florida 32724. The mailing address of the corporation is 705 North Garfield Avenue, Deland, Florida 32724.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is six million (6,000,000) shares having a par value of zero cents (\$0.00) per share.

ARTICLE IV: REGISTERED AGENT AND ADDRESS

The name and address of the registered agent is Florida State Accounting, Inc., 533 North Nova Road, Suite 115, Ormond Beach, Florida 32174-4421.

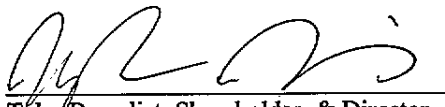
ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Tyler Benedict, 705 North Garfield Avenue, Deland, Florida 32724.

ARTICLE VI: BOARD OF DIRECTORS

The name and address of the Board of Directors is Tyler Benedict, 705 North Garfield Avenue, Deland, Florida 32724.

FURTHER RESOLVED, that this Written Consent in Lieu of Special Meeting of the Shareholders and Directors of the Corporation shall be effective as of the 7th day of May, 2001.


Tyler Benedict, Shareholder & Director