

P01000121300
DAVID M. BOVI, P.A.

David M. Bovi
Counselor At Law
L.L.M. Securities Regulation

The Comeau Building
319 Clematis Street • Suite 812
West Palm Beach, FL 33401

Phone (561) 655-0665
Fax (561) 655-0693

dmbpa@bellsouth.net

May 1, 2002

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

600005431936--7
-05/02/02--01079--004
*****70.00 *****70.00

Re: Servitrust Corp.
Document Number P01000121300
Articles of Share Exchange

Enclosed are the original and one copy of the articles of share exchange for the above-named Florida corporation. Also enclosed is a check in the amount of \$70.00, representing the filing fees.

Thank you for your assistance in this matter.

Sincerely,



David M. Bovi
David M. Bovi, P.A.
319 Clematis Street, Suite 812
West Palm Beach, Florida 33401

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 MAY -2 PM 3:11

F:\Documents\Client.files\BEB Group\Servitrust\Letters\Florida Dept of State 1.wpd

Share Exchange

V SHEPARD MAY 14 2002

**Articles of Share Exchange
of
PR Specialists, Inc., a Delaware corporation,
with
Servitrust Corp., a Florida corporation**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 MAY -2 PM 3: 11

ARTICLES OF SHARE EXCHANGE between PR Specialists, Inc., a Delaware corporation (“**PR Specialists**”) and Servitrust Corp., a Florida corporation (“**Servitrust**”).

Under §607.1105 of the Florida Business Corporation Act (the “**Act**”), PR Specialists and Servitrust adopt the following Articles of Share Exchange.

1. The Agreement and Plan of Share Exchange dated April 12, 2002 (“**Plan of Share Exchange**”), between PR Specialists, Servitrust et al. was approved and adopted by the shareholders of Servitrust on April 3, 2002 and was adopted by the Board of Directors of PR Specialists on April 3, 2002, because shareholder approval of the Plan of Share Exchange is not required by the shareholders of PR Specialists.

2. Under the Plan of Share Exchange, all issued and outstanding shares of Servitrust stock will be exchanged for 10,000,000 shares of common stock of PR Specialists and Servitrust will become a wholly owned subsidiary of PR Specialists.

3. The Plan of Share Exchange is attached as Exhibit A and incorporated by reference as if fully set forth.

4. Under §607.1105(1)(b) of the Act, the date and time of the effectiveness of the Share Exchange shall be on the filing of these Articles of Share Exchange with the Secretary of State of Florida.

IN WITNESS WHEREOF, the parties have set their hands on May 1, 2002.

ATTEST:

PR SPECIALISTS, INC.:

By: _____



Bryan Eggers, President

SERVITRUST CORP.:

By: _____

By: _____
John C. Cahill, President

Articles of Share Exchange

of

PR Specialists, Inc., a Delaware corporation,

with

Servitrust Corp., a Florida corporation

ARTICLES OF SHARE EXCHANGE between PR Specialists, Inc., a Delaware corporation ("PR Specialists") and Servitrust Corp., a Florida corporation ("Servitrust").

Under §607.1105 of the Florida Business Corporation Act (the "Act"), PR Specialists and Servitrust adopt the following Articles of Share Exchange.

1. The Agreement and Plan of Share Exchange dated April 12, 2002 ("Plan of Share Exchange"), between PR Specialists, Servitrust et al. was approved and adopted by the shareholders of Servitrust on April 3, 2002 and was adopted by the Board of Directors of PR Specialists on April 3, 2002, because shareholder approval of the Plan of Share Exchange is not required by the shareholders of PR Specialists.
2. Under the Plan of Share Exchange, all issued and outstanding shares of Servitrust stock will be exchanged for 10,000,000 shares of common stock of PR Specialists and Servitrust will become a wholly owned subsidiary of PR Specialists.
3. The Plan of Share Exchange is attached as Exhibit A and incorporated by reference as if fully set forth.
4. Under §607.1105(1)(b) of the Act, the date and time of the effectiveness of the Share Exchange shall be on the filing of these Articles of Share Exchange with the Secretary of State of Florida.

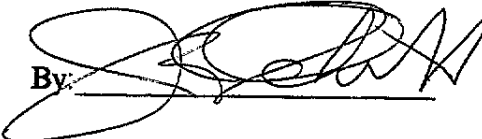
IN WITNESS WHEREOF, the parties have set their hands on May 1, 2002.

ATTEST: **PR SPECIALISTS, INC.:**

By: _____

Bryan Eggers, President

SERVITRUST CORP.:

By:  _____

John C. Cahill, President

PLAN OF SHARE EXCHANGE

This Plan of Share Exchange (“**Plan**”) is entered into between PR Specialists, Inc., a Delaware corporation (“**Acquiror**”) and Servitrust Corp., a Florida corporation (“**Acquiree**”).

1. Distribution to Shareholders. On the Effective Date, all of the shareholders of Acquiree not dissenting from the Plan shall exchange all of the outstanding stock of Acquiree for 10,000,000 shares of Acquiror and Acquiree shall become a wholly owned subsidiary of Acquiror.

2. Satisfaction of Rights of Acquiree's Shareholders. All shares of Acquiror's stock into which shares of Acquiree's stock have been converted and become exchangeable for under this Plan shall be deemed to have been paid in full satisfaction of such converted shares.

3. Fractional Shares. Not Applicable.

4. Supplemental Action. If at any time after the Effective Date, Acquiror shall determine that any further conveyances, agreements, documents, instruments, and assurances or any further action is necessary or desirable to carry out the provisions of this Plan, the appropriate officers of Acquiror or Acquiree, as the case may be, whether past or remaining in office, shall execute and deliver any and all proper conveyances, agreements, documents, instruments, and assurances and perform all necessary or proper acts to carry out the provisions of this Plan.

5. Filing with the Florida Secretary of State and Effective Date. On the Closing, as provided in the Agreement and Plan of Share Exchange of which this Plan is a part, Acquiror and Acquiree shall cause their respective Presidents (or Vice Presidents) to execute Articles of Share Exchange in the form attached to this Plan and, on execution, this Plan shall be deemed incorporated by reference into the Articles of Share Exchange as if fully set forth in such Articles and shall become an exhibit to such Articles of Share Exchange. Thereafter, the Articles of Share Exchange shall be delivered for filing to the Florida Secretary of State. In accordance with §607.1105(1)(b) of the Florida Business Corporation Act (the “**Act**”), the Articles of Share Exchange shall specify the “**Effective Date.**” The Effective Date shall be the filing date of the Articles, as specified herein or in the Agreement and Plan of Share Exchange.

6. Amendment and Waiver. Any of the terms or conditions of this Plan may be waived at any time by Acquiror or Acquiree by action taken by the Board of Directors of such party, or may be amended or modified in whole or in part at any time before the vote of the shareholders of Acquiree by an agreement in writing executed in the same manner (but not necessarily by the same persons), or at any time thereafter as long as such change is in accordance with §607.1103 of the Act.

7. Termination. At any time before the Effective Date (whether before or after filing the Articles of Share Exchange), this Plan may be terminated and the share exchange abandoned by mutual consent of the Boards of Directors of both corporations, notwithstanding favorable action by the shareholders of Acquiree.