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KEY & WASHINGTON KENDALL
ATTORNEYS AND COUNSELORS AT LAW

141 S. Main Street, Suite 211, Belle Glade, Florida 33430
PHONE: 561-992-4208 - FAX: 561-992-0338

GWENDOLYN S. KEY, Esquire

MAMIE WASHINGTON KENDALL, Esquire

March 26, 2002

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
02 APR - 1 AM 11:39

RE: Pyramid Memorial Vaults & Monuments of Florida, Inc.

Dear Sir or Madam:

Please find the attached for filing:

 X Articles of Incorporation.

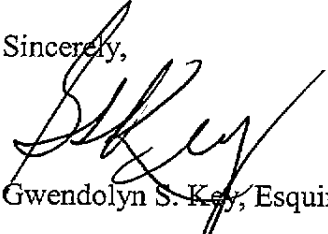
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*****78.50 *****78.50

Please provide my office with a certified copy of the Articles.

Your fees of \$78.50 are enclosed.

If there are questions please advise.

Sincerely,



Gwendolyn S. Key, Esquire

GSK:lc

Enclosure

4-8-02
GSK

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CLERK OF STATE
DIVISION OF CORPORATION
02 APR - 1 AM 11:39

ARTICLES OF INCORPORATION
OF
PYRAMID MEMORIAL VAULTS & MONUMENTS OF FLORIDA, INC.

ARTICLE I - NAME

The name of this corporation is PYRAMID MEMORIAL VAULTS & MONUMENTS OF FLORIDA, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares."

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1441 W. Avenue A, Suite 2, Belle Glade, Florida 33430, and the name of the initial registered agent of this corporation is: MAMIE WASHINGTON KENDALL, 141 S. Main St., Ste. 211, Belle Glade, Florida 33430.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two Directors constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws; however, there shall be less than one Director nor more than five. The name and address of the initial Board of Directors of the corporation is:

Leondrae Camel
270 1st St.
Belle Glade, Florida 33430

Leslie Camel
1710 NE Avenue L
Belle Glade, Florida 33430

ARTICLE VIII - INCORPORATORS

The name and address of the Incorporator signing these articles is: Leslie Camel, 1710 NE Avenue L., Belle Glade, Florida 33430.

ARTICLE IX - OFFICERS

The following are the initial officers of Pyramid Memorial Vaults & Monuments of Florida, Inc.

President - Leondrae Camel, Vice President - Leslie Camel, Secretary and Treasurer - Leon Camel. All of whom business address is 1441 W. Avenue A, Belle Glade, Florida 33430.

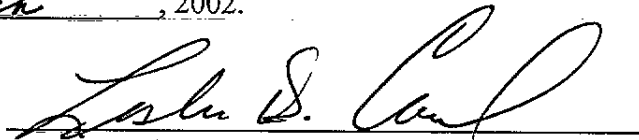
ARTICLE XX - INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 27th day of March, 2002.

A handwritten signature in black ink, appearing to read "Leslie S. Camel", written over a horizontal line.

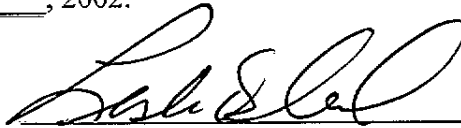
Leslie Camel - Incorporator

**CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN FLORIDA, AND ACCEPTANCE
OF AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

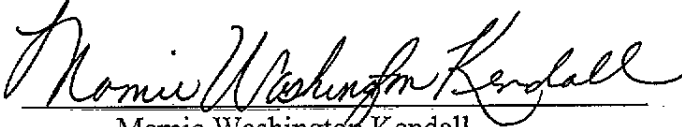
First that Pyramid Memorial Vaults & Monuments of Florida, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 1441 W. Avenue A, Belle Glade, Florida, has named Mamie Washington Kendall, located at 141 S. Main St., Ste. 211, Belle Glade, Florida 33430, as its agent to accept service of process within Florida.

Dated this 27th day of March, 2002.



Leslie Camel, Director

Having been named to accept service of process for the above named corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.



Mamie Washington Kendall
Registered Agent

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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