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(Requestor's Name)

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(Business Entity Name)

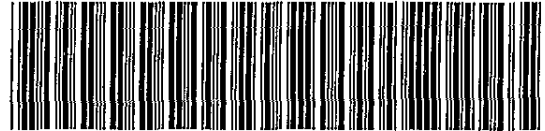
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 DEC 10 AM 9:14

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DEC 12

TRANSMITTAL LETTER

Department of State
Division of Corporations
P O BOX 6327
Tallahassee, FL 32314

SUBJECT: SOUTHERN PRIDE SERVICES INC.

Dear Sir or Madam:

Please find enclosed for filing one original and one copy of the New Articles of Incorporation. Also enclosed is a check in the amount \$122.50 for the transfer fee, filing fee, certified copy and certificate of status.

Please return to: SOUTHERN PRIDE SERVICES INC.
C/O JOSEPH D. FANNIN, JR - Registered Agent & Incorporator
P O BOX 895735
LEESBURG, FL 34789

NOTE: The original and one copy of the articles are enclosed.

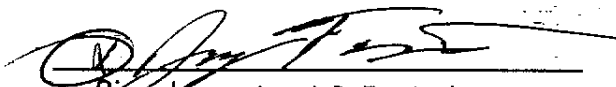
Affidavit to Release Corporation name for New Articles of Incorporation

STATE OF FLORIDA

COUNTY OF LAKE

FILED
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TALLAHASSEE, FLORIDA
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1. Introduction. Chris Herod, being duly sworn, deposes and says:
2. Description of Deponent. I am the President/Director/Incorporator of Southern Pride Services, Inc., a corporation organized and existing under the laws of Florida and qualified to do business under the laws of Florida, with its principal offices at: 33411 Easy Street in Leesburg, FL 34788. I make this affidavit solely as an agent of the above referenced corporation and in no other capacity.
3. Revoking Privilege and Release of Name. I do now hereby revoke any former use of corporate name and do now transfer the corporate name: Southern Pride Services, Inc. to be filed and used with the new articles of incorporation now dated December 6, 2002 having full right, power, and authority to transfer such name.
4. Inducement. This affidavit is made for the specific purpose of transferring the corporate name as stated from any/all previous articles of incorporation dated prior to the new articles now dated December 6, 2002.


Signature - Joseph D. Fannin, Jr.

Be it known that on the 6th day of December, 2002, before me appeared Joseph D. Fannin, Jr. who is personally known to me.


Notary - State of Florida

ARTICLES OF INCORPORATION

In Compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the Corporation shall be: SOUTHERN PRIDE SERVICES INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business of this corporation is: 33411 EASY ST in LEESBURG, FL 34788.

The mailing address for all legal correspondence is: P O BOX 895735 in LEESBURG, FL 34789.

ARTICLE III PURPOSE

This corporation was established as a professional profit corporation.

ARTICLE IV SHARES

The aggregate number of shares which the Corporation has authority to issue 1,000 shares of common stock with no par value.

ARTICLE V INITIAL OFFICERS/DIRECTORS

JOSEPH D FANNIN, JR
PRESIDENT/DIRECTOR
33411 EASY ST
LEESBURG, FL 34788

ARTICLE VI REGISTERED AGENT

The name and Florida street address of the initial registered agent and office of the Corporation is:
JOSEPH D. FANNIN, JR located at: 33411 EASY ST in LEESBURG, FL 34788.

ARTICLE VII INCORPORATOR


The name and address of the incorporator to these Articles of Incorporation is:
JOSEPH D. FANNIN, JR located at: 33411 EASY ST in LEESBURG, FL 34788.

Having been named as registered agent to accept service for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


(SIGNATURE) JOSEPH D. FANNIN, JR - Registered Agent

12/06/02

Date


(SIGNATURE) JOSEPH D. FANNIN, JR. - Incorporator

12/06/02

Date

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