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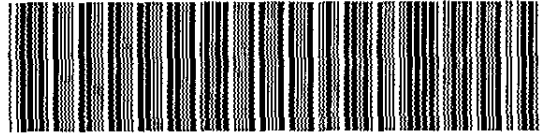
(Business Entity Name)

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EFFECTIVE DATE
1-1-03

FILED
02 DEC 12 AM 10:02
SECRETARY OF STATE
TALLAHASSEE FLORIDA

TRANSMITTAL LETTER

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

SUBJECT: **SOUTHERN CHARM BY MARILYN, INC.**
(proposed corporate name)

Enclosed please find an original and one (1) copy of the Articles of Incorporation for above corporation and check in the amount of \$70.00.

FROM: Donald L. Drummend, E.A.
103 Edwards Road
Starke, FL 32091
(904) 964-8335

Note: Additional copy of Articles is needed only when certified copy is requested.

ARTICLES OF INCORPORATION
SOUTHERN CHARM BY MARILYN, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I – NAME

The name of this corporation is **SOUTHERN CHARM BY MARILYN, INC.**

ARTICLE II – DURATION

The duration of this corporation shall commence on January 1, 2003 and shall be perpetual.

EFFECTIVE DATE
1-1-03

ARTICLE III – PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV – CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 (one dollar) par value common stock.

ARTICLE V – MAILING ADDRESS

The principal office of the corporation shall be 443 W. Call Street, Starke, FL 32091 and the mailing address of the corporation is 443 W. Call Street, Starke, FL 32091.

ARTICLE VI –

INITIAL REGISTERED AGENT – DESIGNATION AND ACCEPTANCE

The name and address of the initial registered agent and office of this corporation is:

Donald L. Drummond, E.A.
103 Edwards Road
Starke, FL 32091

Donald L. Drummond, E.A. signed these Articles of Incorporation to indicate his acceptance and agreement to act in this capacity as contemplated by Section 607.0202 and Section 621, Florida Statutes.

I hereby accept the appointment as Registered Agent of **SOUTHERN CHARM BY MARILYN, INC.** and agree to act in that capacity.


DONALD L. DRUMMOND, E.A.

ARTICLE VII – INCORPORATOR AND INITIAL BOARD OF DIRECTORS

The name and address of the directors of this corporation who are signing these Articles of Incorporation is as follows:

Teddy W. Key
9477 NW CR 225
Starke, FL 32091

Marilyn P. Key
9477 NW CR 225
Starke, FL 32091

This corporation shall have two (2) directors initially. The number of directors may be increased from time to time by the By-Laws, but shall never be less than one (1) and the method of election of directors shall be governed by the By-Laws.

ARTICLE VIII – BY-LAWS

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE IX – INDEMNIFICATION

The Corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 9th day of December 2002.

Marilyn P. Key
MARILYN P. KEY, President

Teddy W. Key
TEDDY W. KEY, Vice President

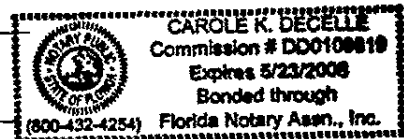
**STATE OF FLORIDA
COUNTY OF BRADFORD**

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Teddy W. Key and Marilyn P. Key who are either personally known to me or who have produced Florida Driver's Licenses (#K000-819-52-456-0 and K000-542-56-808) as identification and who acknowledged before me that they are the people who executed the foregoing Articles of Incorporation. They did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, in the State and County aforesaid, this 9th day of December, 2002.

CAROLE K. DECELLE
Print Name of Notary

Carole K. Decelle
Notary Public (Signature)
State of Florida at Large
My Commission Expires 5/23/06



FILED
02 DEC 12 AM 10:02
SECRETARY OF STATE
TALLAHASSEE FLORIDA