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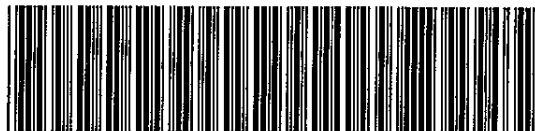
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Complete TX  
WTS-4046  
R4 address

OUTLET LEASING, INC.  
951 Prim Ave. Space #4&5  
Graceville, Fl. 32440

Department of State  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, Fl. 32399

RE: OUTLET LEASING, INC.

To whom it may concern:

Please find enclosed an original and one copy of Articles of Incorporation of OUTLET LEASING, INC. and a check in the amount of \$78.75 for filing fees.

Please file the original of the enclosed Articles of Incorporation and return a certified copy to me for our records.

If you have any questions, please do not hesitate to contact me.

Sincerely,

A handwritten signature in cursive script, appearing to read "Sharon Massingill".

Sharon Massingill

Enclosures



FLORIDA DEPARTMENT OF STATE  
Ken Detzner  
Secretary of State

February 11, 2003

SHARON MASSENGILL  
% OUTLET LEASING, INC.  
951 PRIM AVENUE #4 & 5  
GRACEVILLE, FL 32440

SUBJECT: OUTLET LEASING, INC.  
Ref. Number: W03000004046

We have received your document for OUTLET LEASING, INC.. However, the document has not been filed and is being returned for the following:

Please complete Article(s) IV.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Please return the original and one copy of 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) 245-6934.

Loria Poole  
Corporate Specialist  
New Filings Section

Letter Number: 403A00009165

850-263-2233 - 951 Prim Ave #4 & 5, GRACEVILLE FL 32440  
386-961-9744 - Rt. 10 Box 861, LAKE CITY, FL 32025  
386-961-8711 Home  
386-961-1799 Cell

ARTICLES OF INCORPORATION  
OF  
OUTLET LEASING, INC.

FILED  
03 FEB 18 PM 3:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

OUTLET LEASING, INC.

The principal place of business of this corporation shall be 951 Prim Avenue, #4 & 5, Graceville, Florida 32440. The mailing address for the corporation shall be 951 Prim Avenue, #4 & 5, Graceville, Florida 32440.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be and the name of the initial registered agent of the corporation at that address is Sharon Massengill.  
*951 PRIM AVE #4 & 5, GRACEVILLE, FL 32440*

#### ARTICLE V. BOARD OF DIRECTORS

The business affairs of this corporation shall be managed by the Board of Directors. This corporation shall have one Director initially. The number of Directors may be increased or decreased from time to time, by the By Laws.

The name and address of the persons who are to serve as Director until their successor or successors are elected and have qualified are:

<u>NAME</u>	<u>ADDRESS</u>
Sharon Massengill	Rt. 10, Box 861 Lake City, FL 32025

#### ARTICLE VI BY-LAWS

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

#### ARTICLE VII TERM OR EXISTENCE

The corporation is to exist perpetually.

#### ARTICLE VIII PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the kind, class or series as that which he already holds, shall have the right to purchase his pro rate share thereof at the price at which it is offered to others.

#### ARTICLE IX. SPECIAL PROVISION

It is the intent of the incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code and that the corporation will file as an "S" Corporation.

ARTICLE X. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

NAME

ADDRESS

Sharon Massengill (President)

Rt. 10, Box 861, Lake City, FL 32025

ARTICLE XI. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Sharon Massengill

Rt. 10, Box 861, Lake City, FL 32025

ARTICLE XII. AMENDMENTS

These Articles of Incorporation may be amended at a special meeting of the Board of Directors and/or Shareholders of the corporation called for that purpose, by a majority vote of those present, after notice in writing of the exact wording of the proposed amendment.

ARTICLE XIII. DISSOLUTION

In the event of dissolution, the assets of the Corporation shall be distributed to the stockholders.

IN WITNESS WHEREOF, I, Sharon Massengill, the undersigned subscribing incorporator, has hereunto set my/hand and seal this 5th day of February, 2003 for the purpose of forming this corporation.

  
Sharon Massengill

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

  
Sharon Massengill

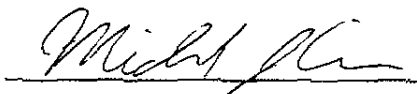
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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

STATE OF FLORIDA

COUNTY OF ~~DELAWARE~~ COLUMBIA

BEFORE ME, a Notary public duly authorized in the state and county above named to take acknowledgments, personally appeared Sharon Massengill to me well known to be the person described as a subscriber, who executed the foregoing Articles of Incorporation, who acknowledged before me that she executed and subscribed to these Articles of Incorporation, who signed these articles as registered agent and who acknowledged her responsibilities as registered agent for said corporation.

WITNESS my hand and official seal in the county and state named above this 5th day of February, 2003.



Signature of Notary

My commission expires: 2/19/06



Michael J. Carr  
Commission # DD093756  
Expires Feb. 19, 2006  
Bonded Thru  
Atlantic Bonding Co., Inc.