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FLORIDA PROFIT/NON PROFIT CORPORATION

NEW SOUTH HOLDINGS & COMPANY, INC.
~~NEW SOUTH HOLDING COMPANY, INC.~~

Certificate of Status	0
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April 10, 2008

FLORIDA DEPARTMENT OF STATE
Division of Corporations

EMMANUEL SHEPPARD & CONDON

SUBJECT: NEW SOUTH HOLDING COMPANY, INC.
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ARTICLES OF INCORPORATION

OF

NEW SOUTH HOLDINGS & COMPANY, INC.

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The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

Article I. Name. The name of the Corporation shall be:

NEW SOUTH HOLDINGS & COMPANY, INC.

Article II. Principal Office. The initial principal place of business of this Corporation shall be: 30 South Spring Street, Pensacola, Florida 32502 and the mailing address shall be the same.

Article III. Capital Stock. The aggregate number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 10,000 shares of common stock, having a par value of \$0.01 per share.

Article IV. Address of Registered Office and Name of Registered Agent. The street address of the initial registered office of this Corporation in the State of Florida is 30 South Spring Street, Pensacola, Florida 32502, and the name of the initial registered agent of the Corporation at that address shall be Alan B. Bookman.

Article V. Incorporator. The name and street address of the person signing the Articles of Incorporation is:

Alan B. Bookman

30 South Spring Street

Pensacola, Florida 32502

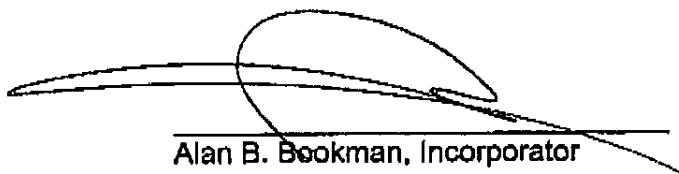
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Article VI. Nature of Business. The purpose for which this Corporation is organized is to transact any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

Article VII. Term of Existence. The Corporation shall have perpetual existence.

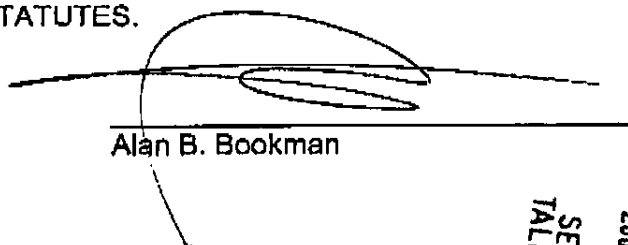
The undersigned incorporator has executed these Articles of Incorporation this 11th day of April, 2008.



Alan B. Bookman, Incorporator

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

THE UNDERSIGNED, HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR **NEW SOUTH HOLDINGS & COMPANY, INC.**, A FLORIDA CORPORATION (THE "CORPORATION"), IN THE FOREGOING ARTICLES OF INCORPORATION, AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION OF THE CORPORATION, HEREBY ACCEPTS THE APPOINTMENT AS SUCH REGISTERED AGENT, ON BEHALF OF THE CORPORATION, AND ACKNOWLEDGES THAT HE IS FAMILIAR WITH, AND AGREES TO ACCEPT THE OBLIGATIONS AND RESPONSIBILITIES IMPOSED UPON REGISTERED AGENTS FOR THE CORPORATION AND FURTHER AGREES TO COMPLY WITH ALL THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF HIS DUTIES AND TO ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.0505, FLORIDA STATUTES.



Alan B. Bookman

Dated: April 11th, 2008.

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