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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MRD 2/24

K. JEFFREY REYNOLDS

ATTORNEY AT LAW
924 N. PALAFOX STREET
PENSACOLA, FLORIDA 32501

GENERAL PRACTICE

February 14, 2009

(850) 434-2522

Injury Cases
Divorce/Family Law
Bankruptcy
Criminal Defense
Probate/Wills
Maritime/Offshore
Social Security

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

Re: Pride Card, Inc.

Gentlemen:

Enclosed are an original and copy of Articles of Incorporation and our check in the amount of \$78.75 to cover your various fees.

Very truly yours,

A handwritten signature in black ink, appearing to read 'K. Jeffrey Reynolds', with a large, stylized loop at the end.

K. Jeffrey Reynolds

KJR/kmp

ARTICLES OF INCORPORATION

OF

PRIDE CARD, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation hereby forms a corporation under the Florida General Corporation Act.

ARTICLE I

Name of the Corporation

The name of this corporation is Pride Card, Inc.

ARTICLE II

Principal Office

The principal street address and mailing address of this corporation in the State of Florida is:

10230 Walbridge Street
Pensacola, Florida 32534-1164

ARTICLE III

General Purpose

This corporation is organized for the purpose selling advertising for various public and private school fundraising projects. The corporation may transact any and all other lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV

Shares

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand shares of common stock having a par value of one dollar per share.

ARTICLE V

Directors and Officers

The Board of Directors shall manage the business of this corporation. There shall be one director initially. The number of directors may be increased, and after such

increase, decreased from time to time by bylaws adopted by the shareholders. In no event shall the number of directors be less than one.

The names and addresses of the first directors and the offices they hold are:


Lisa Renee Daniels
10230 Walbridge Street
Pensacola, Florida 32534-1164

President/Director

ARTICLE VI Registered Agent

The undersigned, an individual resident of the State of Florida, whose business address is 924 North Palafox Street, Pensacola, Florida 32501, is appointed registered agent for the corporation.

Having been named as registered agent to accept service of process 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.


K. JEFFREY REYNOLDS, ESQ.
924 North Palafox Street
Pensacola, Florida 32501

ARTICLE VII Incorporator

The name and street address of the Incorporator are:

Lisa Renee Daniels
10230 Walbridge Street
Pensacola, Florida 32534-1164

ARTICLE VIII Bylaws

The power to adopt, alter, amend, or repeal bylaws shall be vested in and is hereby reserved to the shareholders. Bylaws shall be adopted, altered, amended, or repealed as provided therein.

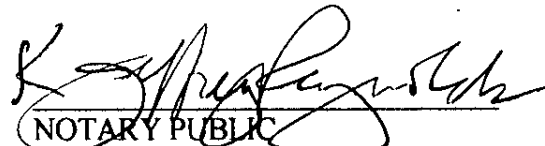
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned executed these Articles of
Incorporation this _____ day of February, 2009.


LISA RENEE DANIELS

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 19 day of
February 2009 by Lisa Renee Daniels, who provided a Florida Driver License as
photographic identification and who did not take an oath.


NOTARY PUBLIC
K. Jeffrey Reynolds
Commission expires: 11/14/2012

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TALLAHASSEE, FLORIDA