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February 24, 1995

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 FEB 27 AM 10:19

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

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-02/27/95--01070--005  
\*\*\*\*122.50 \*\*\*\*122.50

RE: Southern Marketing Concepts, Inc.

Dear Sir/Madam:

Enclosed please find the original and one (1) copy of the Articles of Incorporation for Southern Marketing Concepts, Inc. Please forward the certified copy of the Articles of Incorporation to the undersigned at the above address. A check in the amount of \$122.50 is enclosed for filing fees, registered agent designation, and certified copy.

Thank you for your cooperation and assistance in this matter.

Very truly yours,



Ron Eubanks

Enclosures

2-28

KON

**ARTICLES OF INCORPORATION**

**OF**

**SOUTHERN MARKETING CONCEPTS, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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**ARTICLE ONE - NAME**

The name of this corporation is Southern Marketing Concepts, Inc.  
(hereinafter referred to as the "Corporation").

**ARTICLE TWO - DURATION**

The Corporation shall exist perpetually, commencing upon the filing of the  
Articles of Incorporation with the Department of State.

**ARTICLE THREE - PURPOSE**

The Corporation is organized for the purpose of transacting any or all lawful  
business not inconsistent with the laws of the State of Florida.

**ARTICLE FOUR - CAPITAL STOCK**

The Corporation is authorized to issue 1,000 shares of One Dollar (\$1.00)  
par value common stock.

**ARTICLE FIVE - PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of the  
Corporation of the same kind, class, or series as that which he or she already  
holds, shall have the right to purchase his or her pro rata share thereof (as nearly  
as may be done without issuance of fractional shares) at the price at which it  
is offered to others.

**ARTICLE SIX - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is 640

Lloyd St., Fort Walton Beach, FL 32547, and the initial registered agent of the Corporation at that address is James E. Foster.

#### **ARTICLE SEVEN - INITIAL PRINCIPAL OFFICE**

The street address of the initial principal office of the Corporation is 640 Lloyd St., Fort Walton Beach, FL 32547.

#### **ARTICLE EIGHT - INITIAL BOARD OF DIRECTORS**

The Corporation shall have four (4) directors initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one. The names and addresses of the initial directors of the Corporation are James E. Foster, 640 Lloyd St., Fort Walton Beach, FL 32547; Lenda J. Foster, 640 Lloyd St., Fort Walton Beach, FL 32547; Alene K. Lefebure, 6130 Bradshaw Dr., Pensacola, FL 32526; and Robert S. Lefebure, 6130 Bradshaw Dr., Pensacola, FL 32526.

#### **ARTICLE NINE - INCORPORATOR**

The name and address of the person signing these articles is as follows:  
James E. Foster. 640 Lloyd St., Fort Walton Beach, FL 32547.

#### **ARTICLE TEN - BYLAWS**

The power to adopt, alter, amend, or repeal the by-laws shall be vested in the Board of Directors and the shareholders.

#### **ARTICLE ELEVEN - SECTION 1244 STOCK**

It is the intent of this charter that the Directors may sell the capital stock of the Corporation in accordance with the conditions of Sections 1242-1244, inclusive, of the Internal Revenue Code of 1986, as amended.

**ARTICLE TWELVE - INDEMNIFICATION**

The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

**ARTICLE THIRTEEN - AMENDMENT**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 24 day of FEB, 1995.

James E. Foster  
JAMES E. FOSTER

STATE OF FLORIDA )  
COUNTY OF OKALOOSA )

The foregoing Articles of Incorporation were acknowledged before me this 24<sup>th</sup> day of February, 1995, by James E. Foster, who is personally known to me or who has produced his FL driver license as identification. Such person acknowledged that he executed the Articles of Incorporation for the purpose therein described.



RONALD C. EUBANKS  
MY COMM EXP. 1-28-96  
BONDED BY SERVICE INS CO  
NO. CC176740

Ronald C. Eubanks

Notary Public - State of Florida  
My Commission Expires: \_\_\_\_\_  
Commission No.: \_\_\_\_\_

CERTIFICATE DESIGNATING REGISTERED OFFICE OR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN THIS STATE AND NAMING REGISTERED  
AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is  
submitted, in compliance with said Act:

Southern Marketing Concepts, Inc. (the "Corporation"), desiring to organize under  
the laws of the State of Florida, with its registered office, as indicated in its  
Articles of Incorporation, at 640 Lloyd St., Fort Walton Beach, FL 32547, has  
named James E. Foster, as its agent to accept service of process within this State.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above-stated  
Corporation, at the place designated in this certificate, I hereby accept to act in  
this capacity, and agree to comply with the provisions of said Act relative to  
keeping open of said office.

James E. Foster  
JAMES E. FOSTER