

CAPITAL CONNECTION, INC.

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Mailing Address: Post Office Box 10149, Tallahassee, FL 32302
TOLL FREE No. 1-800-142-8062
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ADDRESS _____

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Fee \$

Our \$

RE: Southeast Asset Management, Inc.

C.C. FEE. DISBURSED

☒ Capital Express™
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Art of Amend. File

Art of Withdrawal

C.C. \$

Your No. File

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Annual Report/Financials

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UCC 1 or 3 File

UCC 11 Search

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SUBTOTALS

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE	\$

Please remit Invoice number with payment
TERMS NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days 18% per Annum

THANK YOU
from
Your Capital Connection

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ARTICLES OF INCORPORATION
OF
SOUTHEAST ASSET MANAGEMENT, INC.

ARTICLE I - NAME

The name of this corporation is SOUTHEAST ASSET MANAGEMENT, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence, commencing on the date these Articles of Incorporation are filed in the Office of the Secretary of State, State of Florida.

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 500 shares of \$1.00 par value common stock, which shall be designated "Common Stock."

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, the remaining assets of this corporation shall be payable to and distributed ratable among the holders of record of the Common Stock.

ARTICLE V - PREEMPTIVE RIGHTS

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

ARTICLE VI - PRINCIPAL OFFICE,
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is: Casselberry Oaks, 101 Sunnyside Road, Suite 101, Casselberry, FL 32707.

The initial registered agent and his address is: CHRISTOPHER J. THORNBURGH, Casselberry Oaks, 101 Sunnyside Road, Suite 101, Casselberry, FL 32707.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have 1 director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial director of this corporation is: CHRISTOPHER J. THORNBURGH, Casselberry Oaks, 101 Sunnytown Road, Suite 101, Casselberry, FL 32707.

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is: CHRISTOPHER J. THORNBURGH, Casselberry Oaks, 101 Sunnytown Road, Suite 101, Casselberry, FL 32707.

ARTICLE IX - RIGHT OF SHAREHOLDERS TO DISSENT

The shareholders of this corporation shall have the right to dissent from any corporate actions from which shareholders are entitled to dissent under the Florida General Corporation Act, even though on the date fixed to determine the shareholders entitled to vote on such corporate actions the shares of this corporation were registered on a national securities exchange or held of record by not less than 2,000 shareholders.

ARTICLE X - MANAGEMENT OF CORPORATION
BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under direction of, the shareholders of this corporation.

ARTICLE XI - POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE XII - MEETINGS BY CONFERENCE TELEPHONE

Shareholders and members of the Board of Directors may participate in special meetings by means of conference telephone as

provided by law, but regular meetings must be attended in fact in person by each director and shareholder.


ARTICLE XIII - INDEMNIFICATION

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


ARTICLE XIV - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 20th day of February, 1995.


CHRISTOPHER J. THORNBURGH
Initial Incorporator

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


CHRISTOPHER J. THORNBURGH
Registered Agent

STATE OF FLORIDA
COUNTY OF SEMINOLE

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared CHRISTOPHER J. THORNBURGH, known to me and known by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed the Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 20th day of February, 1995.

Notary Public - State of Florida
My Commission Expires: 6/22/98



CHRISTOPHER J. THORNBURGH
My Commission Expires: 6/22/98
1000 N. W. 10th St.
Fort Lauderdale, FL 33304

92 / 12 / 91

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST -- That SOUTHEAST ASSET MANAGEMENT, INC., desiring to qualify under the laws of the State of Florida, with its principal place of business located at Casselberry Oaks, 101 Sunnyside Road, Suite 101, in the City of Casselberry, County of Seminole, State of Florida, has named CHRISTOPHER J. THORNBURGH, whose address is Casselberry Oaks, 101 Sunnyside Road, Suite 101, Casselberry, FL, as its agent to accept service of process within the State of Florida.

Dated: 3/2/91,

BY: [Signature]

Having been named to accept service of process for the above stated corporation at the place designated above, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

BY: [Signature]

CHRISTOPHER J. THORNBURGH
Registered Agent