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ALAN BENES VLCEK

501 WEST BAY STREET, SUITE 250
JACKSONVILLE, FLORIDA 32202

TELEPHONE: (904) 353-2840
TELEFAX (904) 354-2921

February 27, 1995

Secretary of State, Sandra B. Mortham
Division of Corporations, New filings Section
409 E. Gaines Street
Tallahassee, Florida 32399

Re: Southern Financial Services, Inc.

Dear Ms. Mortham:

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-03/01/95--01019--006
*****70.00 *****70.00

Enclosed please find an original and a copy of the Articles of Incorporation of SOUTHERN FINANCIAL SERVICES, INC. We also enclose our check for \$70.00 for filing fees and an additional copy of Articles, which we would appreciate you file stamping and returning to us in the enclosed, self-addressed, stamped envelope.

Very truly yours,

Alan B. Vlcek

ABV/mwh
Enclosures

FILED
95 MAR 24 PM 3:36
SECRETARY OF STATE
TALLAHASSEE FLORIDA

AB 3/24/95
W95-4667

Vlcek

TEL: 1-904-354-2921

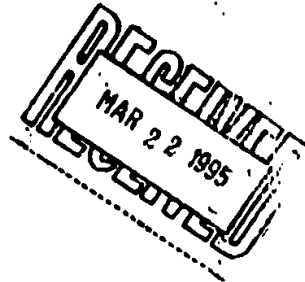
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DIVISION FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State



March 2, 1995

ALAN VLCEK
501 W. BAY ST.
SUITE 250
JACKSONVILLE, FL 32202

SUBJECT: SOUTHERN FINANCIAL SERVICES, INC.
Ref. Number: W95000004667

We have received your document for SOUTHERN FINANCIAL SERVICES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return 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 (904) 487-6903.

Nancy Hendricks
Corporate Specialist

Letter Number: 795A00009372

Corrected

ARTICLES OF INCORPORATION

OF

NEW SOUTHERN FINANCIAL SERVICES, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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 is **NEW SOUTHERN FINANCIAL SERVICES, INC.**

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 501 West Bay Street, Suite 250, Jacksonville, Fl. 32202.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares having a par value of one dollar per share.

The whole or any part of the authorized shares of the corporation may be issued for a consideration payable in cash or other property, tangible or intangible or in labor or services actually performed for the corporation, having a value as is determined from time to time by the board of directors of the corporation, not less than the par value of the stock so to be issued.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

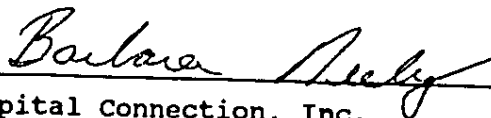
ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of each member of the initial Board of Directors of the corporation is Alan B. Vlcek, 501 W. Bay Street, Suite 250, Jacksonville, Fl. 32202.

The undersigned has executed these Articles of Incorporation this day of.



Capital Connection, Inc.
Barbara Neeley - President
Incorporator

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the state of Florida.

1. The name of the corporation is New Southern Financial Services Inc.

2. The name and address of the registered agent and office is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY.


Capital Connection, Inc.

Barbara Neeley - President

Date: March 24, 1995