

95000050097

BRUCE A. HAUGHT
ATTORNEY AT LAW

305 MAIN STREET
P.O. BOX 5017
DESTIN, FL 32540

June 23, 1995

TEL: (904) 837-7021
FAX: (904) 837-8121
Also Admitted in Alabama

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

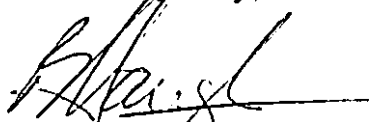
100001528851
-06/26/95--01077--017
*****70.00 *****70.00

Re: Great South Direct Services, Inc.

Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation and a check in the amount of \$70.00.

Please return a filed-marked copy to the undersigned.

Yours very truly,


Bruce a. Haught

JUN 27 1995

BSB

FILED
95 JUN 26 PM 1:58
TALLAHASSEE, FL 32314

**ARTICLES OF INCORPORATION
OF
GREAT SOUTH DIRECT SERVICES, INC.**

FILED
95 JUN 26 PM 1:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is Great South Direct Services, Inc.

ARTICLE II - DURATION

This corporation shall have a perpetual existence commencing on the date of filing.

ARTICLE III - PRINCIPAL OFFICE

The principal place of business and the mailing address of this corporation shall be:

322 Victoria Avenue
Fort Walton Beach, FL 32548

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Thousand Shares of one Dollar (\$1.00) par value common stock, which shall be designated "common shares".

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash 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 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 VI - STOCKHOLDER AND CORPORATION OPTION TO
PURCHASE STOCK**

In case a stockholder desires to sell his shares of stock he must first offer them for sale to the corporation, it being the intention to give the corporation a preference in the purchase of such shares, and any attempted sale in violation of

this provision is null and void.

If the corporation does not desire to purchase the shares of stock, the stockholder must then offer the remaining shareholders the option to purchase, it being the intention to give the remaining shareholders the second preference in the purchase of such shares, and any attempted sale in violation of this provision is null and void.

A stockholder desiring to sell his stock shall file notice in writing of his intention with the secretary of the corporation, stating the terms of sale, and unless his terms are accepted by the corporation within twenty (20) days thereafter, then any or all of the remaining shareholders have twenty (20) days to exercise their option in pro rata shares thereof. If neither the corporation nor the shareholders exercise their option, then they shall be deemed to have waived their privilege of purchasing, and the stockholder will be at liberty to sell to anyone else.

ARTICLE VII - INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent of this corporation is Bruce A. Haught, 501 Highway 98 E, Suite G, Destin, FL 32541.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors. The initial board of directors shall consist of two (2) directors:

Director/President

Mark R. Ketchum, Sr.
322 Victoria Avenue
Fort Walton Beach, FL 32548

Director/Secretary/Treasurer

Emily A. Ketchum
322 Victoria Avenue
Fort Walton Beach, FL 32548

ARTICLE IX - INCORPORATOR

The name and address of the person signing these articles is:

Bruce A. Haught
501 Highway 98 E, Suite G

Destin, FL 32541

ARTICLE X - BY-LAWS

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

ARTICLE XI - INDEMNIFICATION

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

ARTICLE XII - ACTION WITHOUT A MEETING

The directors of this corporation may take action by written consent, as provided by law.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this the 23rd day of June, 1995.



Bruce A. Haught
Incorporator

STATE OF FLORIDA)
COUNTY OF OKALOOSA)

The foregoing instrument was acknowledged before me this 23rd day of June, 1995, by Bruce A. Haught, who personally appeared before me and is personally known to me or who produced _____ as proof of identification and who did take an oath.



JOSEPH M. SCHEYD, JR.
MY COMMISSION # CC265692 EXPIRES
March 14, 1997
BONDED THRU TROY FAIR INSURANCE, INC.


NOTARY PUBLIC

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

Pursuant to the provisions of sections 607.0501 and 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is Great South Direct Services, Inc.
2. The name and address of the registered agent and office is Bruce A. Haught, 501 Highway 98 E, Suite G, Destin, FL 32541.

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

Dated this 23rd day of June 1995.

Bruce A. Haught

By: Bruce A. Haught
Registered Agent

FILED
95 JUN 26 PM 1:59
TALLAHASSEE
FLORIDA