

1200 HAYS STREET

TALLAHASSEE, FL 32301

(904) 232-0911

(904) 232-0911 FAX

800-342-8086

096000052524



PROFESSIONAL LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 72100000032

REFERENCE : 992753 8876A

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pugh

ORDER DATE : June 19, 1996

ORDER TIME : 11:12 AM

300001868183

ORDER NO. : 992753

CUSTOMER NO: 8876A

CUSTOMER: Ms. Regina Orms
JOHNSON ANSELMO MURDOCH BURKE
& GEORGE, P.A.
Suite 400
790 East Broward Boulevard
Fort Lauderdale, FL 33301

DOMESTIC FILING

NAME: SOUTHERN ECOSYSTEMS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michelle Bailey

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
CORPORATIONS
JUN 19 PM 5:33

JP
JUN 19 PM 2:12
RECEIVED
OFFICE OF CORPORATION

1999
STATE
OF FLORIDA
95 JUL 19 AM 9:39

ARTICLES OF INCORPORATION
OF
SOUTHERN ECOSYSTEMS, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

SOUTHERN ECOSYSTEMS, INC.

The address of the principal office of this corporation shall be 6854 Southwest Cinnamon Court, Stuart, Florida 34997, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 5,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

W. James Whitley Dir.	6854 Southwest Cinnamon Court Stuart, Florida 34997
Evelyn Whitley Dir.	Same

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

W. James Whitley Pres.	6854 Southwest Cinnamon Court Stuart, Florida 34997
Evelyn Whitley Sec./Treas.	Same

ARTICLE VIII. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE IX. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

FLORIDA
DEPARTMENT OF STATE
CORPORATIONS

96 JUN 19 AM 9:30

IN WITNESS WHEREOF, the undersigned agent of
Corporation Service Company, has herunto set their hand
and seal of Corporation Service Company on June 19, 1996.

CORPORATION SERVICE COMPANY

By: Gail Shelby
Its Agent, Gail Shelby)

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware
corporation authorized to transact business in this
State, having a business office identical with the
registered office of the corporation named above, and
having been designated as the Registered Agent in the
above and foregoing Articles, is familiar with and
accepts the obligations of the position of Registered
Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Gail Shelby
Its Agent, Gail Shelby)

GLS/meb

P96000052524

JOHNSON, ANSELMO, MURDOCH, BURKE & GEORGE

A PROFESSIONAL ASSOCIATION

RONALD P. ANSELMO
SCOTT H. ANSELMO
JILL S. BILANCIONE
MICHAEL T. BURKE *
KINDY K. COOGLER
CHRISTINE M. DUIGAN
LAWRENCE J. FEINGOLD
BURL F. GEORGE
JEFFREY L. HOCHMAN
R. BRUCE JOHNSON *
RICHARD H. McDUFF *
ROBERT S. MURDOCH
MICHAEL A. PIPER *
WILLIAM S. PLATOW
CHRISTOPHER L. SMITH

*BOARD CERTIFIED
CIVIL TRIAL LAWYERS

PLEASE REPLY TO
FORT LAUDERDALE OFFICE

FORT LAUDERDALE OFFICE:
780 E. BROWARD BLVD., SUITE 400
FORT LAUDERDALE, FLORIDA 33301

PALM BEACH OFFICE:
PHILLIPS POINT
WEST PALM BEACH, FL 33401

MAILING ADDRESS:
POST OFFICE BOX 630220
FORT LAUDERDALE, FLORIDA 33303-0220

TELEPHONE (954) 483-2444
TELEPHONE: (954) 483-0100 - Broward
(305) 845-2000 - Dade
(800) 840-7448 - WPD

October 8, 1997

Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

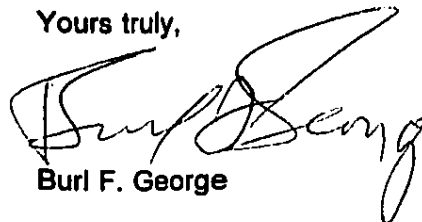
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-10/10/97--01021--013
*****35.00 *****35.00

Re: Southern Ecosystems, Inc.

Gentlemen:

Enclosed is our check in the amount of \$35.00 for filing the Statement of Change of Registered Agent with regard to the captioned corporation.

Yours truly,

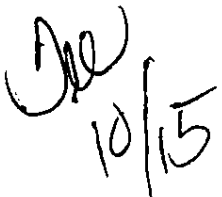

Burl F. George

BFG/bc
Enclosures

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 OCT 10 AM 10:17

FILED


10/15

R.A. change

Florida Department of State, Jim Smith, Secretary of State

**STATEMENT OF CHANGE OF REGISTERED OFFICE
OR REGISTERED AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of Sections 607.0502, 617.0502, 607.1508 or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

- 1.a. The name of the corporation is: SOUTHERN ECOSYSTEMS, INC.
- 1.b. Date of Incorporation 6/19/96 Document No. P96000052524
2. The name and address of the current registered agent and office:
CSC Networks, 1201 Hays Street, Tallahassee, FL 32301

3. The name and address of the new registered agent and office:
(P.O. Box Not Acceptable)

W. James Whitley, 6854 S.W. Cinnamon Court, Stuart, FL 34997

The street address of its registered agent and the street address of the business office of its registered agent as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

W. James Whitley
SIGNATURE
10-6-97
DATE

W. James Whitley, President
Typed or printed name and title

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. 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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE W. James Whitley
(Registered Agent)
DATE 10-6-97

Division of Corporations, P.O. Box 6327, Tallahassee, FL 23214

FILED
OCT 10 AM 10:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JOHNSON, ANSELMO, BERNARD, BERRY & GEORGE

A PROFESSIONAL ASSOCIATION

RONALD P. ANSELMO
ROBERT R. ANSELMO
JILL S. BLANDERS
MICHAEL T. BERRY
BRIAN E. BERNARD
CHRISTOPHER M. BERNARD
LAWRENCE J. BERNARD
CARL P. GEORGE
JEFFREY L. HIGGINS
S. BRUCE JOHNSON
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ROBERT E. JOHNSON
MICHAEL R. JOHNSON
WILLIAM S. PLATOW
CHRISTOPHER L. SMITH

*BOARD CERTIFIED
CIVIL TRIAL LAWYERS

PLEASE REPLY TO
PORT LAUDERDALE OFFICE

PORT LAUDERDALE OFFICE
750 E. SHOREWAY BLVD., SUITE 200
PORT LAUDERDALE, FLORIDA 33051

PAINE BRACE FURBER
PAINES FURBER
WEST PALM BEACH, FL 33411

BRANDS ASSOCIATES
PORT OFFICE 1000 E. 10TH
PORT LAUDERDALE, FLORIDA 33051

TELEPHONE (800) 666-6666
TELEPHONE (904) 466-6766 - STONE
(904) 466-6666 - B&B
(904) 466-7446 - BFG

October 8, 1997

Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

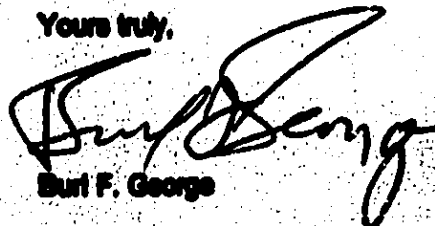
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0000035.00 0000035.00

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Burl F. George

BFG/bc
Enclosures

FILED
OCT 10 AM 17
TALLAHASSEE, FLORIDA

10/15

RA. Change

Florida Department of State, Jim Smith, Secretary of State

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(Registered Agent)
DATE 10-6-97

Division of Corporations, P.O. Box 6327, Tallahassee, FL 23214

FILED
OCT 10 AM 11
TALLAHASSEE, FLORIDA