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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Pride of Omaha, Inc.
(Corporation Name) (Document #)
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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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P.M.H. OCT - 8 1997

Examiner's Initials

ARTICLES OF INCORPORATION

OF

PRIDE OF OMAHA, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: PRIDE OF OMAHA, INC.

The principal place of business of this corporation shall be: 698 HEINBERG #108
PENSACOLA, FL 32501

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact 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 aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: 10,000 SHARES @ 1.00 PAR

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

RAMONA KAY CLARK-PRESIDENT, SECRETARY, DIRECTOR
1390 FT. PICKENS RD. #109
PENSACOLA BEACH, FL 32561

DANNY J. MAHONEY-VICE PRESIDENT, TREASURER, DIRECTOR
5920 1/2 FLAXMAN ST.
PENSACOLA, FL 32506

OVER

ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

RAMONA KAY CLARK
1390 FT. PICKENS RD.
PENSACOLA BEACH, FL 32561

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 1ST day of OCTOBER, 1997.

Signature(s) of Incorporator(s)

Ramona K. Clark

STATE OF FLORIDA

COUNTY OF Escambia

THE FOREGOING instrument was acknowledged and sworn to before me this 2nd day of October, 1997 by Ramona K. Clark
(Name of incorporator)
of Pride of Omaha
(Name of Corporation)

FL Drivers License C462-731-51-6390
Type of Identification

Debra Renee Gill
NOTARY: Debra Renee Gill

DEBRA RENEE GILL
"Notary Public-State of FL"
Comm Exp. Dec. 09, 2000
Comm. No. CC606513

WILLIAM A. OSBORN-DIRECTOR
1390 FT. PICKENS RD. #109
PENSACOLA BEACH, FL 32561

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

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Pursuant to the provisions of Section 607.325, 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: PRIDE OF OMAHA, INC.

2. The name and address of the registered agent and office is:

WILLIAM A. OSBORN 1390 FT. PICKENS RD. #109
(P.O. BOX NOT ACCEPTABLE)
PENSACOLA BEACH, FL 32561
(CITY/STATE/ZIP)

SIGNATURE


(corporate officer)

TITLE PRESIDENT

DATE 10-01-97

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE



DATE 9-30-97