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A & P

Paralegal Services, Inc.

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P.O. Box 560265
Orlando, Florida 32856-0265

October 30, 1997

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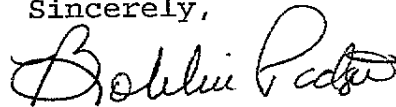
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Urban Pride, Inc.

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for \$122.50 for Filing Fee & Certificate.

If you have any questions, please feel free to call me.

Sincerely,



Bobbie Padgett
Paralegal

Enclosure:

FILED
97 NOV 14 AM 9:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

6/10/11
11/10/97

**ARTICLES OF INCORPORATION
OF
URBAN PRIDE, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, acting as sole incorporator of URBAN PRIDE, INC. under Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I

Name and Office

The name of the corporation shall be **URBAN PRIDE, INC.**, and the corporate address shall be 643 Cathcart Ave., Orlando, Florida 32803.

ARTICLE II

Duration

The duration of the corporation is perpetual.

ARTICLE III

General Purposes

The purpose of the corporation is to 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 IV

Shares

The aggregate number of shares which the corporation shall have authority to issue is One Hundred (100.00) consisting of a single class of common stock, \$5.00 par value per share.

ARTICLE V

Initial Registered Office and Agent

The address of the initial Registered Office of the corporation is 643 Cathcart Ave., Orlando, Florida 32803 and the initial Registered Agent at such address is Thomas Howard Durdin, 643 Cathcart Ave, Orlando, Florida 32803.

ARTICLE VI

Initial Board of Directors

The names and street addresses of the initial officers and directors, if any, who shall hold office the first year of the corporation's existence or until their successors are elected, are:
Thomas Howard Durdin, President, 643 Cathcart Ave., Orlando, Florida 32803.
Kelvy Coleman, Vice President, 643 Cathcart Ave., Orlando, Florida 32803.
Dela Sadeek, Secretary/Treasure, 643 Cathcart Ave, Orlando, Florida 32803.

ARTICLE VII

Preemptive Rights Granted

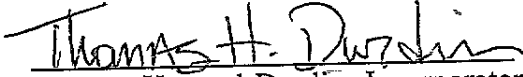
Each shareholder of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation.

ARTICLE VIII

Incorporator

The name and address of the sole incorporator of the corporation is: Thomas Howard Durdin, 643 Cathcart Ave., Orlando, Florida 32803.

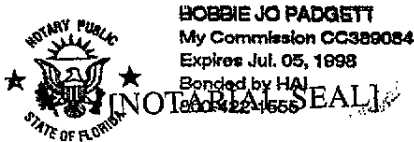
IN WITNESS WHEREOF, these articles have been signed by the undersigned incorporator this 11 day of Nov 1997.

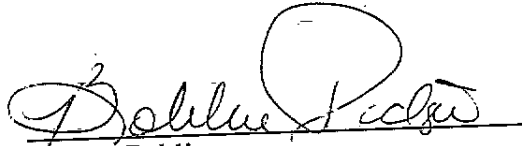

Thomas Howard Durdin, Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned notary public, personally appeared Thomas Howard Durdin, known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and he acknowledged that he subscribed the said instrument for the uses and purposes set forth therein.

WITNESS my hand and seal in the County and State aforesaid this 11 day of Nov, 1997.



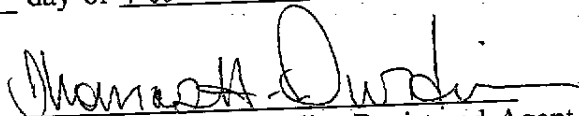

Notary Public

My commission expires:

**ACCEPTANCE OF APPOINTMENT BY
INITIAL RESIDENT AGENT**

THE UNDERSIGNED, an individual resident of the State of Florida, having been named in Article V of the foregoing Articles of Incorporation as initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that he is familiar with, and hereby accepts, the obligations set forth in Section 607.0505, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to him as Registered Agent of the corporation.

DATED, this 11 day of Nov, 1997.


Thomas Howard Durdin, Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA