

P95000022278

650 - Sixth Avenue East
Bradenton, FL 34208
February 17, 1995

SECRETARY OF STATE
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32301

410101011 411 6327014
-02/27/95--0100R--0025
****122.50 ****122.50

RE: Articles of Incorporation

Dear Secretary of State:

Enclosed is an original and one copy of the Articles of Incorporation of Star Services of Florida, Inc.

Also enclosed is a check made payable to the Secretary of State in the amount of \$122.50. This amount covers the cost of the statutory filing fee and an original with seal. Your assistance in establishing the corporation to be known as Star Services of Florida, Inc. is appreciated.

Respectfully,

Fabian Bundrage Clemons
Fabian Bundrage Clemons
Director

FBC:ecj

Enclosures as stated

DMC
3/9/95

~~789,634,524,502,671~~

~~789,634,671~~

~~445-4459~~
~~445-5428~~

FILED
53 MAR 17 AM 11:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 28, 1995

FABIAN BUNDRAGE CLEMONS
650 6TH AVENUE EAST
BRADENTON, FL 34208

SUBJECT: STAR SERVICES OF FLORIDA, INC.
Ref. Number: W95000004455

We have received your document for STAR SERVICES OF FLORIDA, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

You must designate one registered agent in Article 6. The registered agent must be the same person signing the document.

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) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 995A00008900



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 10, 1995

FABIAN BUNDRAGE CLEMONS
650 - SIXTH AVENUE EAST
BRADENTON, FL 34208

SUBJECT: STAR ENTERPRISES SERVICES, INC.
Ref. Number: W9500005438

We have received your document for STAR ENTERPRISES SERVICES, INC. and your check(s) totalling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 195A00010952

**ARTICLES OF INCORPORATION OF
STAR ENTERPRISES SERVICES, INC.**

FILED
95 MAR 17 AM 11:35
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 1 - NAME

The name of this Corporation is STAR ENTERPRISES SERVICES, INC.

ARTICLE 2 - PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE 3 - POWERS

This Corporation shall have all of the powers enumerated in the Florida General Corporation Act.

ARTICLE 4 - CAPITAL STOCK

This Corporation is authorized to issue 10,000 shares of voting common stock with a par value of \$1.00 per share.

ARTICLE 5 - PREEMPTIVE RIGHTS

The holder of the common stock of Corporation shall have the preemptive right to purchase upon such price, terms and conditions as shall be fixed by the Board of Directors, such of the shares of the common stock of the Corporation and may be issued from time to time over and above the issue of the first 1,000 shares of the common stock of the Corporation which have never previously been sold or issued. Such preemptive right shall apply to such shares whether such additional shares constitute a part of the shares presently or subsequently authorized or constitute shares held in the treasury of the Corporation and shall be exercised in the respective ratio with the number of shares held by each stockholder at the time of such issue bears to the total number of shares outstanding in the names of all stockholders at such time.

ARTICLE 6 - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 650 Sixth Avenue East Bradenton, Florida 34208 and the name of the initial registered agent of this Corporation at that address is FABIAN BUNDRAGE CLEMONS.

ARTICLE 7 - INITIAL BOARD OF DIRECTORS

This Corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the Bylaw, but shall never be less than one. The name and address of the initial director of this corporation:

FABIAN BUNDRAGE CLEMONS
2407 Eighth Avenue East
Bradenton, Florida 34208

ARTICLE 8 - INCORPORATOR

The name and address of the Incorporator:

FABIAN BUNDRAGE CLEMONS AND
WILLIE J. CLEMONS JR, AND
LEON LAVELLE THOMAS
650 Sixth Avenue East
Bradenton, Florida 34208

ARTICLE 9 - CUMULATIVE VOTING

At each election for directors, every shareholder entitled to vote in the election shall have the right to cumulate his votes by giving a candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing the votes on the same principal among any number of the candidates.

ARTICLE 10 - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in the Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholder is subject to this reservation.

The undersigned Incorporator has executed these Articles of Incorporation on 2/24 day of February, 1995.

Fabian Bundrage Clemons
FABIAN BUNDRAGE CLEMONS

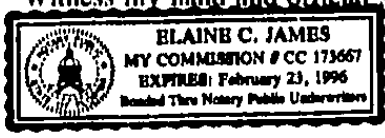
Willie J. Clemons, Jr.
WILLIE J. CLEMONS, JR.

Leon Lavelle Thomas
LEON LAVELLE THOMAS

COUNTY OF MANATEE

Before me, a Notary Public, appeared FABIAN BUNDRAGE CLEMONS, WILLIE J. CLEMONS, JR. AND LEON LAVELLE THOMAS, known to be the persons described as the Incorporator, who executed the foregoing Articles of Incorporation and said persons did acknowledge subscribing to the same.

Witness my hand and official seal this 20th day of February, 1995.



Elaine C. James
Notary Public

ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT FOR
STAR ENTERPRISES SERVICES, INC.

Having been named to accept service of process for the above stated Corporation, at the place designated in the Corporation's Articles of Incorporation, I hereby acknowledge and accept the appointment and 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.

Fabian Bundrage Clemons
FABIAN BUNDRAGE CLEMONS

P95000022278

April 25, 1995

Dear Sir:

Please find enclosed a check
in the amount of \$ 43.75, the filing
fee for the articles of amendment and a
Certificate of Status.

My home address is:

2407 8th Avenue East
Bradenton, FL 34208
813 748-7870

Office address is:

650 6th Ave East
Bradenton, FL 34208
813 741-8037

Please change the corporation name
from STAR ENTERPRISES, SERVICES, Inc.
to Fabian's Enterprises, Services, Inc.

We met on Monday, April, 17, 1995.
and voted to change to Corporation name.
Fabian's Enterprises

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR 28 PM 3:45

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TLI
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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR 28 PM 3:45

Star Enterprises Services, Inc.
(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Article 1: Fabian's Enterprises Services, Inc.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: April 17, 1995 .

FOURTH: Adoption of Amendment(s) (CHECK ONE)

The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

The amendment(s) was/were approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group."

The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 24th of April, 19 95.

Signature Fabian Bundrage Clemons
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholder)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Fabian Bundrage Clemons _____
Typed or printed name

President /Incorporator _____
Title