

9323863

10/15/93

FRIED GROUP, INC.

Secretary of State
Business Services and Regulation
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

CONTROL NUMBER: 9323863
EFFECTIVE DATE: 10/15/1993
COUNTY : MONROE
REFERENCE : 0010
PRINT DATE : 10/26/1993
FORM NUMBER : 311

J. RENE' HAWKINS, JR.
P.O. BOX 6495
MACON GA 31208

CERTIFICATE OF INCORPORATION

I, **MAX CLELAND**, Secretary of State and the Corporation Commissioner of the State of Georgia, do hereby certify under the seal of my office that

FRIED GROUP, INC.

has been duly incorporated under the laws of the State of Georgia on the effective date stated above by the filing of articles of incorporation in the office of the Secretary of State and by the paying of fees as provided by Title 14 of the Official Code of Georgia Annotated.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.



Max Cleland

MAX CLELAND
SECRETARY OF STATE

Verley J. Spivey

VERLEY J. SPIVEY
DEPUTY SECRETARY OF STATE

SECURITIES
656-2894

CEMETERIES
656-3079

CORPORATIONS
656-2817

CORPORATIONS HOT LINE
404-656-2222
Outside Metro-Atlanta

ARTICLES OF INCORPORATION
OF
FRIED GROUP, INC.

ARTICLE I

The name of the corporation is FRIED GROUP, INC.

ARTICLE II

The corporation shall have the authority, acting by its Board of Directors, to issue not more than 100,000 shares of common stock at no par value.

ARTICLE III

The street address of the initial registered office of the corporation is Highway 41N, Great Hill Place, Bolingbroke, Georgia 31004, and the initial registered agent of the corporation at such address is Guy S. Fried.

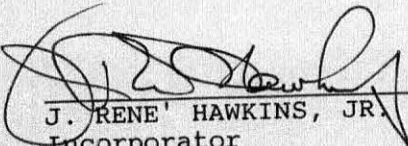
ARTICLE IV

The name and address of the incorporator is J. Rene' Hawkins, Jr., 230 Third Street, P.O. Box 6495, Macon, Georgia 31208.

ARTICLE V

The mailing address of the initial principal office of the corporation is P.O. Box 99, Bolingbroke, Georgia 31004.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation the 13th day of October, 1993.


J. RENE' HAWKINS, JR.
Incorporator

Oct 15 10 08 AM '93
B.S.
SECRETARY OF STATE



MAX CLELAND
Secretary of State
State of Georgia

BUSINESS SERVICES AND REGULATION
Suite 315, West Tower
2 Martin Luther King Jr. Drive
Atlanta, Georgia 30334-1530
(404) 656-2817

J. F. GULLION
Director

TRANSMITTAL INFORMATION FOR GEORGIA
PROFIT OR NONPROFIT CORPORATIONS

DO NOT WRITE IN SHADED AREA - SOS USE ONLY

DOCKET # 932920106 PENDING CONTROL # P049772 CONTROL # B23863
 Docket Code 311 Corporation Type JP
 Date Filed 10-15-93 Amount Received \$ 600 Check/Receipt # 1014
 Jurisdiction (County) Code 102
 Examiner 10 Date Completed 10/21/93

NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE REMAINDER OF THIS FORM.
INSTRUCTIONS ARE ON THE BACK OF THIS FORM.

1. Reserved with Secretary of State on 10/12/93 932850301
 Corporate Name Reservation Number
Fried Group, Inc.
 Corporate Name (exactly as appears on name reservation)
 2. J. Rene' Hawkins, Jr. (912) 743-4436 Telephone Number
 Applicant/Attorney
P.O. Box 6495
 Address GA 31208 Zip Code
Macon State
 City

3. NOTICE: THIS FORM DOES NOT REPLACE THE ARTICLES OF INCORPORATION. MAIL OR DELIVER DOCUMENTS AND THE SECRETARY OF STATE FILING FEE TO THE ABOVE ADDRESS. DOCUMENTS SHOULD BE SUBMITTED IN THE FOLLOWING ORDER. (A COVER LETTER IS NOT REQUIRED.)

1. FORM 227 - TRANSMITTAL FORM (ATTACH SECRETARY OF STATE FILING FEE OF \$60.00 TO THIS FORM)
2. ORIGINAL ARTICLES OF INCORPORATION
3. ONE COPY OF ARTICLES OF INCORPORATION

I understand that the information on this form will be entered in the Secretary of State business registration database. I certify that a Notice of Intent to incorporate and a publishing fee of \$40.00 has been mailed or delivered to the authorized newspaper as required by law.

Authorized Signature

October 13, 1993
 Date

Secretary of State
Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 032510093
CONTROL NUMBER : K323863
DATE INCORPORATED: 10/15/1993
DATE DISSOLVED : 11/09/2002
EFFECTIVE DATE : 08/28/2003
REFERENCE : 0045
PRINT DATE : 09/08/2003
FORM NUMBER : 122

FRIED GROUP, INC.
GUY S. FRIED
12 RIVER TRACE
MACON, GA 31210

CERTIFICATE OF REINSTATEMENT

I, Cathy Cox, the Secretary of State and the Corporations Commissioner of the State of Georgia, do hereby certify under the seal of my office that

FRIED GROUP, INC.
A DOMESTIC PROFIT CORPORATION

was incorporated and later dissolved on the dates stated above. Said corporation has filed an application for reinstatement, has paid all fees and penalties due to the Secretary of State, and has filed an updated annual registration. Attached hereto is a true and correct copy of said application.

WHEREFORE, said corporation is hereby reinstated as of the effective date of this certificate, having met the requirements for reinstatement under Title 14 of the Official Code of Georgia Annotated. The corporation's reinstatement shall relate back to and take effect as of the date of the administrative dissolution and the corporation may resume its business as if the administrative dissolution had never occurred.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.



Cathy Cox

Cathy Cox
Secretary of State



Cathy Cox
Secretary of State

CORPORATIONS DIVISION

Suite 315 West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530
(404) 656-2817

FRIED GROUP, INC.
GUY S. FRIED
12 RIVER TRACE
MACON, GA 31210

Reservation Number : 032331142
Control Number : K323863
Date Dissolved : 11/09/2002
Telephone Number : (404) 656-2817
Amount Due : \$160.00
Print Date : 08/21/2003
Form Number : 522

APPLICATION FOR REINSTATEMENT OF A DOMESTIC CORPORATION

Pursuant to the provisions of Title 14 of the Official Code of Georgia Annotated, the undersigned domestic corporation hereby applies to the Secretary of State for a certificate of reinstatement of a domestic corporation and submits the following:

FRIED GROUP, INC.

Was administratively dissolved by the Office of Secretary of State on the date stated above for failure to comply with the requirements of Title 14 of the Official Code of Georgia Annotated. Grounds for the dissolution either did not exist or have been eliminated. All taxes owed by the corporation have been paid. The name, satisfying the requirements of Title 14 of the Official Code of Georgia Annotated, by which the corporation will hereafter be known is

FRIED GROUP, INC.

This application must be accompanied by the annual registration and the amount due above which is the sum of the filing fee, and the total annual fees.

Complete and return all copies of this form with a check made payable to the Secretary of State for the amount due above. This application must be signed by the Chairman of the Board of Directors, President, or other Corporate Officer.

Signature & Title

Guy Fried, CEO

Date

8-26-03

CORPORATIONS DIVISION

2003 AUG 28 P 1:28

SECRETARY OF STATE