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November 22, 2000

VIA HAND DELIVERY

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

Re: HEM, Inc.

Dear Sir/Madam:

Enclosed please find the Original Articles of Incorporation of HEM, Inc. Also enclosed is a check in the amount of \$70.00 for the filing fees and registered agent designation fee. Please provide us with documentation once the Articles are filed. Thank you.

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

100003474671--8  
-11/22/00--01074--001  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Sincerely,

*Vicki Price*

Vicki Price

/vp  
Enclosures

F:\USERS\STEVE\HEM.d\ltr.wpd

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

00 NOV 22 PM 1:48

APPROVED  
AND  
FILED

RECEIVED  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
00 NOV 22 PM 1:09  
TO THE SECRETARY OF THE  
SUFFICIENCY OF FILING

**ARTICLES OF INCORPORATION  
OF  
HEM, INC.  
(A Florida For Profit Corporation)**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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APPROVED  
AND  
FILED

**ARTICLE I - Name**

The name of the Corporation shall be HEM, Inc.

**ARTICLE II - Principal Office and Address**

The initial principal office and mailing address of the Corporation is 215 S. Monroe Street, Suite 420, Tallahassee, Florida, 32301.

**ARTICLE III - Stock**

The total number of shares of stock that the Corporation is authorized to issue and have outstanding at any one time is One Hundred Thousand (100,000) shares of Common Stock, all of a single class, at \$0.001 par value each.

**ARTICLE IV - Directors**

The business of the Corporation shall be managed initially by one (1) director. The number of directors may be, as provided in the bylaws, increased or decreased, but shall never be less than one director. The initial director and his address are: Stephen A. Ecenia, 215 S. Monroe Street, Suite 420, Tallahassee, Florida 32301.

**ARTICLE V - Initial Registered Office and Agent**

The name and address of the initial registered office and agent are: Stephen A. Ecenia, 215 S. Monroe Street, Suite 420, Tallahassee, Florida 32301.

**ARTICLE VI - Incorporator**

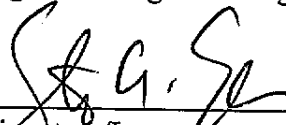
The name and address of the Incorporator are : Stephen A. Ecenia, 215 S. Monroe Street, Suite 420, Tallahassee, Florida 32301

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*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.*

  
\_\_\_\_\_  
Signature/Registered Agent

11/22/00  
\_\_\_\_\_  
Date

  
\_\_\_\_\_  
Signature/Incorporator  
steve@articles.inc2

11/22/00  
\_\_\_\_\_  
Date