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February 19, 2000

Secretary of State
Division of Corporations
New Filing
P.O. Box 6327
Tallahassee, FL 32314

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*****78.75 *****78.75

Dear Sirs:

Please find enclosed two copies of the articles of incorporation for:

Here Enterprises Inc.

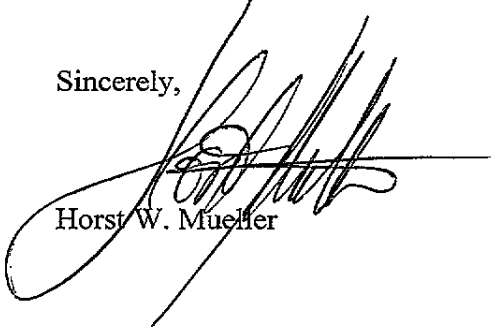
and a check in the amount of \$78.75. The enclosed check will pay for the filing fees and a certified copy of the articles of incorporation.

Please file the document and forward the certified documents to:

Mr. Horst W. Mueller, 1116 Sea Pines Way, Lantana, FL 33462

If you have any questions, please call me at 561-533-9115

Sincerely,


Horst W. Mueller

FILED
00 FEB 23 PM 1:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch FEB 29 2000

**ARTICLES OF INCORPORATION
OF**

**Article I
Name**

The name of this corporation is **Here Enterprises, Inc.**

**Article II
Existence**

This corporation shall exist perpetually unless dissolved according to law.

**Article III
Business**

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

**Article IV
Capital Stock**

This corporation is authorized to issue One Thousand (1000) shares of One (\$1.00) Dollar par value common stock which shall be designated "common shares".

**Article V
Initial Registered Office & Agent**

The street address of the initial registered office of this corporation is:
1116 Sea Pines Way, Lantana, Florida 33462

The name and address of the Registered Agent to accept service of process with this State on behalf of this corporation is:
Mr. Horst W. Mueller, 1116 Sea Pines Way, Lantana, FL 33462

**Article VI
Directors**

This corporation shall have one director initially. The number of Directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1). The name and address of the initial director of this corporation is:

Mr. Horst W. Mueller, 1116 Sea Pines Way, Lantana, FL 33462

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TALLAHASSEE, FLORIDA

Article VII
Corporation Principal Office and Mailing Address

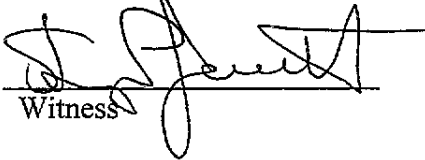
The corporation's principal office and mailing address is:
1116 Sea Pines Way, Lantana, FL 33462

Article VIII
Incorporator

The name and address of the person signing these Articles of
Incorporation is:

Mr. Horst W. Mueller, 1116 Sea Pines Way, Lantana, FL 33462

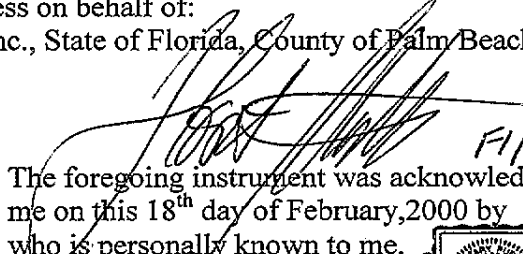

Incorporator


Witness

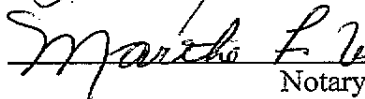
REGISTERED AGENT SIGNATURE

I, Horst W. Mueller, accept the appointment as Registered Agent and will
accept service of process on behalf of:

Here Enterprises Inc., State of Florida, County of Palm Beach


The foregoing instrument was acknowledged before
me on this 18th day of February, 2000 by
who is personally known to me.

FI/04 M460-339-41-390-0


Notary

