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Requestor's Name

Address

City

State

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Phone

CORPORATION(S) NAME

~~Heath~~ Heathron Corporation

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00 AUG 10 AM 9:36  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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| <input checked="" type="checkbox"/> Profit   | <input type="checkbox"/> Amendment          | <input type="checkbox"/> Merger                     |
| <input type="checkbox"/> NonProfit           | <input type="checkbox"/> Dissolution        | <input type="checkbox"/> Mark                       |
| <input type="checkbox"/> Foreign             | <input type="checkbox"/> Annual Report      | <input type="checkbox"/> Other                      |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reservation        | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement       | <input type="checkbox"/> Photo Copies       | <input type="checkbox"/> Certificate Under Seal     |
| <input type="checkbox"/> Certified Copy      | <input type="checkbox"/> Call If Problem    | <input type="checkbox"/> After 4:30                 |
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
AUG 10 PM 12:16



Empire Toll Free: 1-800-432-3028

FILED

ARTICLES OF INCORPORATION  
OF  
HEATHRON CORPORATION

FILED  
00 AUG 10 PM 12:16  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLE I - NAME

The name of this corporation is Heathron Corporation.

ARTICLE II - DURATION

This corporation shall have perpetual existence, unless dissolved by action of law.

ARTICLE III - PURPOSE

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida, or any other state where this corporation may be licensed to do business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of One Dollar (\$1.00) per share par value common stock.

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

#### ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash or any new stock of this corporation of the same kind, class or series as that which already holds, shall have the right to purchase his pro rata share thereof (as early as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 10401 West Broward Boulevard, Unit 101, Plantation, Florida 33324, and the name of the initial registered agent of this corporation at that address is Arthur H. Randell.

#### ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial directors of this corporation are:

<u>Name</u>	<u>Address</u>
Arthur H. Randell	P.O. Box 15256 Plantation, Florida 33318
Susan L. Randell	P.O. Box 15256 Plantation, Florida 33318

#### ARTICLE IX - INCORPORATORS

The name and address of the persons signing these Articles are:

<u>Name</u>	<u>Address</u>
Arthur H. Randell	10401 W. Broward Blvd., Unit 101 Plantation, Florida 33318

Susan L. Randell

10401 W. Broward Blvd., Unit 101  
Plantation, Florida 33318

#### ARTICLE X - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the shareholders.

#### ARTICLE XI - RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amounts set opposite their names.

<u>Name</u>	<u>Number of Shares</u>
Arthur H. Randell	50
Susan L. Randell	50

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be on a first refusal basis with thirty (30) days prior written notice to buy upon the same price and terms as a bona fide offer in an arms length transaction by a non-shareholder or as further specified by written agreement among all of the shareholders of this corporation.

#### ARTICLE XII - SHAREHOLDERS MEETING REQUIRED

Any action of the shareholders of this corporation must be taken at a meeting of shareholders of this corporation, duly called as provided by law.

### ARTICLE XIII - MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of the shareholders of this corporation.

### ARTICLE XIV - POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act, except this corporation shall not have the power to be a promoter, incorporator, partner, member, associate or manager of any corporation, partnership, joint venture, trust, or other enterprise.

### ARTICLE XV - DIRECTORS RESIDENCY AND COMPENSATION

Directors of this corporation must be residents of the State of Florida.

The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

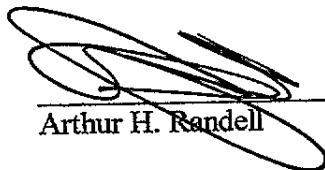
### ARTICLE XVI - INDEMNIFICATION

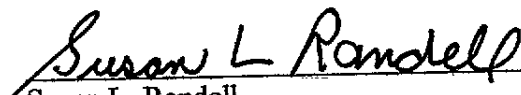
The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE XVII - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 9 day of AUGUST, 2000.

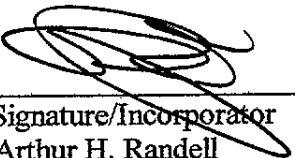
  
\_\_\_\_\_  
Arthur H. Randell

  
\_\_\_\_\_  
Susan L. Randell

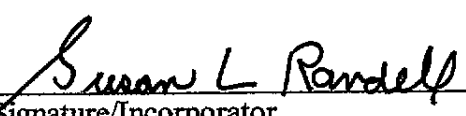
Having been named as registered agent to accept service of process for Hethron Corporation at 10401 West Broward Boulevard, Unit #101, Plantation, Florida 33324, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

  
\_\_\_\_\_  
Signature/Registered Agent  
Arthur H. Randell

8/9/00  
Date

  
\_\_\_\_\_  
Signature/Incorporator  
Arthur H. Randell

8/9/00  
Date

  
\_\_\_\_\_  
Signature/Incorporator  
Susan L. Randell

8/9/00  
Date

**FILED**  
00 AUG 10 PM 12:16  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA