

AUG-18-00 FRI 7:30 AM

P. 1

Division of Corporations

PO00000078328

Florida Department of State

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H00000043504 0)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:
Division of Corporations
Fax Number : (850) 922-4001

From:
Account Name : FILINGS, INC.
Account Number : 072720000101
Phone : (850) 385-6735
Fax Number : (800) 881-6761

FLORIDA PROFIT CORPORATION OR P.A.

ED HEEMSKERK, INC.

Certificate of Status	0
Certified Copy	0
Page Count	04 (5)
Estimated Charge	\$70.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG 18 AM 11:39

B. McKnight AUG 18 2000

H000000 43504

ARTICLES OF INCORPORATION
OF

Ed Heemskerk, Inc.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

NAME

The name of the Corporation ("Corporation") is Ed Heemskerk, Inc.

ARTICLE II

DURATION

This corporation shall have perpetual existence commencing on the date of filing of these Articles of Incorporation by the Department of State.

ARTICLE III

PURPOSES

This corporation is organized for the purposes of transacting all lawful business.

ARTICLE IV

CAPITAL STOCK

The maximum number of shares this Corporation is authorized to issue is 1,000.00., par value \$1.00 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

H000000 43504

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG 18 AM 11:39

- #0000043504 -

ARTICLE V

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The initial street address of the Corporation's registered office is 1299 West Royal Palm Road, Boca Raton, FL 33486. The initial registered agent for the Corporation at that address is: Ed Heemskerk.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The initial board of directors shall consist of 1 member. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. The names and addresses of the persons who will serve on the initial board of directors are:

Ed Heemskerk 1299 West Royal Palm Road, Boca Raton, FL 33486.

ARTICLE VII

INCORPORATOR

The names and street addresses of the persons signing these articles of incorporation are:

Ed Heemskerk 1299 West Royal Palm Road, Boca Raton, FL 33486.

ARTICLE VIII

PRINCIPAL PLACE OF BUSINESS

The principal place of business shall be: 1299 West Royal Palm Road, Boca Raton, FL 33486.

ARTICLE IX

INDEMNIFICATION

The corporation shall indemnify its directors, officers, employees, and agents, or any former director, officer, employee and agent, to the fullest extent permitted by law.

#0000043504

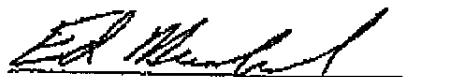
110000043554

ARTICLE X

AMENDMENT

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation on this 17th day of August, 2000.



Ed Heemskerk
Incorporator

110000043554

H00000043504

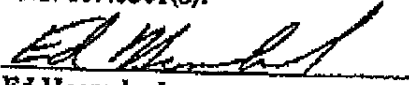
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Ed Heemskerk, Inc.
2. The name and address of the registered agent and office is:
Ed Heemskerk at 1299 West Royal Palm Road, Boca Raton, FL 33486.

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for Heemsker, Inc. at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as further set out in F.S. 607.0501(3).


Ed Heemskerk
Registered Agent

Dated: August 17, 2000.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG 18 AM 11:39

H00000043504