

TRANSMITTAL LETTER

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Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-10/23/00--01131--009
*****78.75 *****78.75

SUBJECT:

Helium Sales, Inc.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate of Status

☒ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM:

Joseph E. Williams
Name (Printed or typed)

2544 Townsquare Dr.
Address

Jacksonville, FL 32216
City, State & Zip

904-722-0221
Daytime Telephone number

FILED
00 OCT 23 AM 8:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

T. Burch OCT 25 2000

**ARTICLES OF INCORPORATION
OF
HELIUM SALES, INC.**

FILED

00 OCT 23 AM 8:25

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator of these articles of Incorporation is a natural person competent to contract and hereby forms a corporation for profit under the General Corporations Act and other laws of the State of Florida.

ARTICLE I. NAME AND PRINCIPLE OFFICE

The Name of this Corporation is Helium Sales, Inc. and its principal office is located at 2544 Townsquare Drive, Jacksonville, Florida 32216.

ARTICLE II. DURATION

This corporation is to exist perpetually.

ARTICLE III. PURPOSE

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

ARTICLE IV. CORPORATE POWERS

The corporation shall have all and singular the following powers:

To invest the funds of the corporation in real estate, mortgages, stock, bonds, or any other type of investment, and to own real and personal property necessary for the rendering of the corporation's business.

To enter into, or become a partner in, any arrangement for sharing profits, union or interest, or cooperation, joint venture or otherwise, with any person, firm or corporation, and to carry on any business which this corporation has the direct or incidental authority to pursue.

To enter into, for the benefit of its employees, one or more of the following: (1) a pension plan, (2) a profit-sharing plan, (3) a stock bonus plan, (4) a thrift and savings plan, (5) a restricted stock option plan, or (6) other retirement or incentive compensation plan.

To purchase and acquire any or all of its shares owned and held by any such stockholder as should desire to sell, transfer or otherwise dispose of his shares, or any or all of its shares owned and held by a stockholder who dies, provided, however, the capital of this corporation cannot be impaired thereby.

To do anything necessary and proper for the accomplishment or furtherance of any of the purposes of objects of this corporation enumerated in these Articles of Incorporation, or any amendment to it, necessary or incidental to accomplish or furtherance of the purposes or objects of this corporation.

To have, in furtherance of the corporate purpose, all of the powers conferred upon corporations organized under the Florida General Corporations Act subject to any limitations contained in these articles of incorporation.

ARTICLE V. CAPITAL STOCK

This corporation is authorized to issue ten thousand shares of one (\$1.00) par value common stock.

ARTICLE VI INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 2544 Townsquare Drive, Jacksonville, Florida 32216 and the name of the initial registered agent of this corporation at that address is Joseph E. Williams. The stockholders shall have power to establish branch offices, and to move the principal office to any other address in Florida.

ARTICLE VII. INCORPORATORS

The name and address of the person signing these articles are:

Joseph E. Williams
2544 Townsquare Drive
Jacksonville, Florida 32216

ARTICLE VIII 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 IX. BY-LAWS

The stockholders of this corporation shall have the sole power to adopt, amend or repeal By-laws for management of this corporation, and the duties of the officers of this corporation shall be prescribed by such By-laws.

ARTICLE X. OFFICERS

The name, title, address and percentage of ownership of the officers are:

Joseph E. Williams
President
2544 Townsquare Drive
Jacksonville, FL 32216
Percentage ownership of corporation: 50%

Steven Ingram
Vice President
2532 Townsquare Drive
Jacksonville, FL 32216
Percentage ownership of corporation: 50%

Mandy Sasalona
Secretary
2532 Townsquare Drive
Jacksonville, FL 32216

Jessica M. Williams
Treasurer
2544 Townsquare Drive
Jacksonville, FL 32216

The corporation will defend the officers against lawsuit. Business transactions between the corporation and its officers will be allowed. Instruments, which relate to real estate, must be signed by the following: President or Vice President and Secretary or Treasurer

The officers are authorized to do the following:

Open a corporate bank account
Obtain a Loan
Elect Subchapter "S" tax Status
Lease office Space, upon such terms, as the officers deem appropriate.
Officers may make employment agreements on behalf of the corporation.

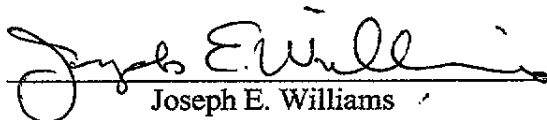
VOTING

All matters that require a vote of shareholders shall be approved by a simple majority vote.
Actions may be taken without a meeting if all of the shareholders consent to the action.
An amendment to the bylaws shall be approved by a simple majority vote.

ARTICLE XL AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

In WITNESS WHEREOF the undersigned subscriber has executed these Articles of Incorporation on October 19, 2000.


Joseph E. Williams

In pursuance of Florida Statutes, the following is submitted in compliance with said Act:

First that Helium Sales, Inc., desiring to organize under the Laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Jacksonville, Florida, has named

Joseph E. Williams

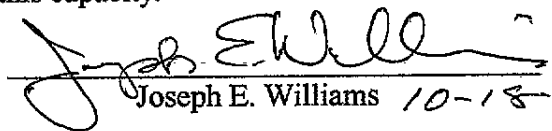
Located at:

2544 Townsquare Drive
Jacksonville, Florida 32216

as its agent to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity.


Joseph E. Williams 10-18-00