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June 3, 2002

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

SUBJECT: HEET & ASSOCIATES INC.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$70.00 representing the Filing Fee.

From:

JAMES E. MARCI
58 COMMERCIAL WAY
SPRING HILL, FL 34606

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**ARTICLES OF INCORPORATION
OF
HEET & ASSOCIATES INC.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:
HEET & ASSOCIATES INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

58 COMMERCIAL WAY
SPRING HILL, FL 34610

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1000 SHARES OF COMMON STOCK, EACH SHARE HAVING A
PAR VALUE OF ONE DOLLAR (\$1.00)

ARTICLE IV INITIAL REGISTERED AGENT

The name and Florida street address of the initial registered agent are:

JAMES E. MARCI
58 COMMERCIAL WAY
SPRING HILL, FL 34606

ARTICLE V INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

JAMES E. MARCI
58 COMMERCIAL WAY
SPRING HILL, FL 34606

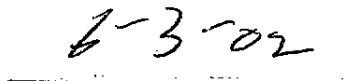
ARTICLE VI OFFICERS & DIRECTORS

The names of the initial officers and directors of the corporation are:

Mark Heet
2417 Poppywood Road
Knoxville , TN 37932

Pres./Treas./Sec./Dir.


Signature/ Incorporator


Date

Having been named as registered agent and to accept service of process for the above stated corporation 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.


Signature/ Registered Agent


Date