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To:

Division of Corporations

Fax Number

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From:

Account Name : YOUR CAPITAL CONNECTION, INC.

Account Number : I20000000257 Phone

: (850)224-8870

Fax Number

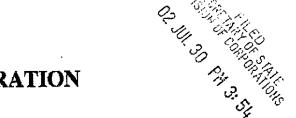
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FLORIDA PROFIT CORPORATION OR P.A.

HEEL GUARD, INC.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION

OF

HEEL GUARD, INC.

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 is HEEL GUARD, INC.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 904 Royal Oak Court, Holly Hill, FL 32117.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares having a par value of (\$1.00) per share.

H02000174172 5

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Carl Miles, 904 Royal Oak Ct., Holly Hill, FL 32117.

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of each member of the initial Board of Directors of the corporation is President/ Treasurer/ Secretary: Lyndy Miles, Vice-President: Carl Miles, 904 Royal Oak Ct., Holly Hill, FL 32117.

ARTICLE VII: SPECIAL PROVISION

It is the intent of the incorporator and directors that the corporation qualify under Section 1244 of the Internal Revenue Code and that the corporation file as a Sub S Corporation. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

The undersigned has executed these Articles of Incorporation this 31st day of July 2002.

"Capital Connection, Inc. by Stacey Leggett, Client Representative"

Stacey Logotts

H02000174172 5

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE



Pursuant to the provisions of section 607.0501, Florida organized under the laws of the state of Florida, submitthe registered office/registered agent, in the state of Florida.	the three followings accesses the
1. The name of the corporation is: Heel Guard,	Inc.
2. The name and street address of the registered agent	and office is:
Carl Miles, 904 Royal Oak Ct., Ho	lly Hill, FL. 32117

HAVE 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.

Carl Miles