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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

06 APR -3 AM 11:10

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DIVISION OF CORPORATION

RECEIVED

06 APR -3 AM 11:24

CO 17406

## CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

*M. Heller Properties, Inc.*

- ☒ Art of Inc. File \_\_\_\_\_
- \_\_\_\_\_ LTD Partnership File \_\_\_\_\_
- \_\_\_\_\_ Foreign Corp. File \_\_\_\_\_
- \_\_\_\_\_ L.C. File \_\_\_\_\_
- \_\_\_\_\_ Fictitious Name File \_\_\_\_\_
- \_\_\_\_\_ Trade/Service Mark \_\_\_\_\_
- \_\_\_\_\_ Merger File \_\_\_\_\_
- \_\_\_\_\_ Art. of Amend. File \_\_\_\_\_
- \_\_\_\_\_ RA Resignation \_\_\_\_\_
- \_\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_
- \_\_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_
- ☒ Cert. Copy \_\_\_\_\_
- \_\_\_\_\_ Photo Copy \_\_\_\_\_
- \_\_\_\_\_ Certificate of Good Standing \_\_\_\_\_
- \_\_\_\_\_ Certificate of Status \_\_\_\_\_
- \_\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_
- \_\_\_\_\_ Corp Record Search \_\_\_\_\_
- \_\_\_\_\_ Officer Search \_\_\_\_\_
- \_\_\_\_\_ Fictitious Search \_\_\_\_\_
- \_\_\_\_\_ Fictitious Owner Search \_\_\_\_\_
- \_\_\_\_\_ Vehicle Search \_\_\_\_\_
- \_\_\_\_\_ Driving Record \_\_\_\_\_
- \_\_\_\_\_ UCC 1 or 3 File \_\_\_\_\_
- \_\_\_\_\_ UCC 11 Search \_\_\_\_\_
- \_\_\_\_\_ UCC 11 Retrieval \_\_\_\_\_
- \_\_\_\_\_ Courier \_\_\_\_\_

Signature \_\_\_\_\_

Requested by: *W*

Name

Date *4/3*

Time *11:00*

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

**STATE OF FLORIDA  
ARTICLE OF INCORPORATION  
OF  
M. HELLER PROPERTIES, INC.**

FILED  
06 APR -3 AM 11:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Article I:** Name. The name of the corporation is M. HELLER PROPERTIES, INC.

**Article II:** Duration. This corporation shall have perpetual existence.

**Article III:** Purpose. This corporation is organized for the purpose of conducting any and all lawful business.

**Article IV:** Capital Stock. This corporation is authorized to issue One Hundred (100) shares of stock at One Dollar (\$1.00) par value common stock.

**Article V:** Initial Registered Office and Agent. The street address of the initial registered office of the Corporation is 7725 Montecito Place, Delray Beach, Florida 33446 and the name of the initial registered agent of this corporation at the address is Mitchell Lee Heller.

**Article VI:** Principal Office and Mailing Address. The principal office and mailing address of the corporation is 7725 Montecito Place, Delray Beach, Florida 33446.

**Article VII:** Initial board of Directors. This corporation shall have two (1) directors initially. The number of directors may be either increased or diminished from time to time by the by laws, but shall never be less than two (1).

The name and address of the initial director of this corporation is:

Name:

Address:

Mitchell Lee Heller

President

7725 Montecito Place,  
Delray Beach, FL. 33446

**Article VIII:** Incorporator. The name and address of the person signing these Articles is:

Mitchell Lee Heller

7725 Montecito Place,  
Delray Beach, FL. 33446

**Article IX: Powers.** This corporation shall have all the corporate powers enumerated in the Florida General Corporation Act.

**Article X: Meetings by Conference Telephone** Members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.

**Article XI: Action by Directors without a Meeting.** The Directors of the corporation may take action by written consent, as provided by law.

**Article XII: Indemnification.** This corporation shall, to the fullest extent permitted by the provisions of the Florida General Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities or other matters referred to in or covered by said provisions. The indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaws, agreement, vote of shareholders or disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office. Such indemnification shall continue as to a person who has ceased to be a director or officer, and shall inure to the benefit of the heirs and personal representatives of such person.

**Article XIII: Amendment.** This corporation reserves the right to amend or repeal any provisions contained in these articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder(s) is subject to this reservation.

**Article XIV: Bylaws.** The bylaws may be adopted, altered, amended or repealed by either the shareholders or the Board of directors may not amend or repeal any bylaw adopted by shareholders if the shareholders specifically provide such by law is not subject to amendment or repeal by the directors.

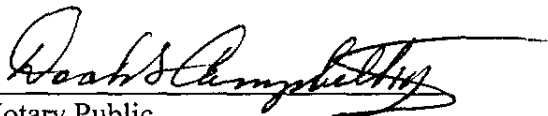
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 31 th day of MARCH, 2006

  
\_\_\_\_\_  
MITCHELL LEE HELLER  
Incorporator

STATE OF FLORIDA  
COUNTY OF PALM BEACH

BEFORE ME, a Notary Public authorized to take acknowledgments in the state and County set forth above, personally appeared MITCHELL LEE HELLER, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and they acknowledge before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 31 day of March, 2006.

  
Notary Public  
My Commission Expires:

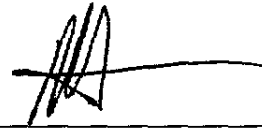


Doak S. Campbell III.  
Commission # DD431261  
Expires June 21, 2009  
Bonded Tray Firm - Insurance, Inc. 800-386-7019

CERTIFICATE DESIGNATING BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE  
FOLLOWING IS SUBMITTED

FIRST THAT M. HELLER PROPERTIES, INC, DESIRING TO ORGANIZE UNTHET  
THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS  
IN THE CITY OF DELRAY BEACH, STATE OF FLORIDA, NAMED MITCHELL LEE  
HELLER OF M HELLER PROPERTIES, INC. ITS AGENT TO ACCEPT SERVICE OF  
PROCESS WITHIN FLORIDA.



MITCHELL LEE HELLER  
Incorporator

DATE 3/31/06

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED  
CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY  
AGREE TO ACT IN THIS CAPACITY AND I FURTHER AGREE TO COMPLY WITH  
PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE  
PERFORMANCE OF MY DUTIES.



SIGNATURE

MITCHELL LEE HELLER

DATE

3/31/06

05 APR -3 AM 11:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED