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SECRETARY OF STATE TALLAHASSEE, FLORIDA

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DR. ROBERT G. HETSLER, JR., CPA, CVA

HETSLER MEDIATION & VALUATION, INC.

FAMILY MEDIATION
FORENSIC ACCOUNTING
BUSINESS VALUATION
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DEERWOOD PARK CENTER
10151 DEERWOOD PARK BLVD.
BUILDING 200, SUITE 250
JACKSONVILLE, FLORIDA 32256
Telephone (904) 564-1000
Facsimile: (904) 992-8827
Email: jaxmediator@aol.com
www.jaxmediator.com

April 10, 2006

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

Re: KATHY OEHLER, Inc.

To Whom It May Concern:

Please find enclosed a check made payable to the Division of Corporations in the amount of Seventy-Eight Dollars and Seventy-Five Cents (\$78.75). Please file these articles with your office and return a certified copy to the above mailing address. If you have any questions please feel free to call me at the above telephone number.

Very Truly Yours,

Robert G. Hetsler, Jr. J.D., CPA, C.V.A

CERTIFICATE OF INCORPORATION OF KATHY OEHLER, INC. A FOR-PROFIT CORPORATION

I. NAME AND CORPORATE STATUS

The name of the corporation is **KATHY OEHLER**, **INC.**, a for-profit corporation formed under the Florida General Corporation Act.

II. NAME AND ADDRESS OF REGISTERED AGENT AND CORPORATE OFFICE

The name of the Corporation's registered agent and the address of the Corporation's registered office in the State of Florida are:

Registered Agent KATHY OEHLER 2273 Hammock Oaks Drive North Jacksonville, FL 32223 Corporate Office KATHY OEHLER, INC. 2273 Hammock Oaks Drive Nort Jacksonville, FL 32223

SECUSTARY OF STATE ALLAHASSEE, FLORIDA

III. PURPOSE

The purpose of the Corporation is to be a for-profit corporation for all legal purposes.

IV. STOCK

This Corporation shall have authority to issue 500 shares of capital stock.

V. NAMES AND MAILING ADDRESSES OF INCORPORATOR

The name and address of each incorporator is as follows:

 KATHY OEHLER, President & CEO 2273 Hammock Oaks Drive North Jacksonville, FL 32223

VI. POWERS OF THE BOARD OF DIRECTORS

The Board of Directors which shall be commonly known as "The Executive Board" is authorized as follows:

- (a) To adopt, amend or repeal the Bylaws of the Corporation as set forth in the Bylaws of the Corporation.
- (b) To authorize and supervise all activities of the Corporation, consistent with

the purposes of the Corporation set forth herein.

The incorporator named in this Certificate of Incorporation shall serve as the initial Board of Directors of the Corporation.

Further qualifications for Directors may be added by the Bylaws of this Corporation.

VII. <u>INDEMNIFICATION</u>

SEAL My Commission Expires:

To the maximum extent permitted by law, no Director or Officer of the Corporation shall be liable to the Corporation for monetary damages for any negligent act or omission of an employee of the Corporation or for any negligent act or omission of another Director, provided that this immunity shall not extend to intentional torts or to grossly negligent acts or omissions personal to any Director of the Corporation.

That the Corporation shall, to the maximum extent permitted by law, indemnify the incorporators for all acts in incorporating this corporation as discussed in the previous paragraph.

KATHY OEHLER, President & CEO

STATE OF FLORIDA)	·		_	
COUNTY OF DUVAL) ss.				
Before me, the to on this	///	06, personally	appeared the	above Presid	lent to me
Incorporation, and acknow act and deed for the uses at the day and year last above	ledged to me t nd purposes th	that they execu	ited the same	as their free	and voluntary

-2-

KATHY OEHLER, INC. A FOR-PROFIT CORPORATION, REGISTERED AGENT ACCEPTANCE

On this, I, KATHY OEHLER, 2273 Hammock Oaks Drive North, Jacksonville, FL 32223, do hereby accept being the registered agent for KATHY
OEHLER, INC., at the above named address.
KATHY OEHLER
STATE OF FLORIDA)) ss. COUNTY OF DUVAL)
Before me, the undersigned Notary Public, in and for the County and State aforesaid, on this 14 th day of 4000, 2006, personally appeared KATHY OEHLER, to me known to be the identical person who executed the within and foregoing Registered Agent Acceptance, and acknowledged to me that he executed the same as his free and voluntary act and deed for the uses and purposes therein set forth. Given under my hand and seal of office the day and year last above written.
NOTARY PUBLICATION

<u>SEAL</u>

My Commission Expires: