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Effective Date *March 10, 2009*

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2009 MAR -4 PM 4:42

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch MAR 27 2009

**LAW OFFICE OF
WAYNE M. RICHARDS, P.A.**

2001 BROADWAY
SUITE 101
RIVIERA BEACH
FLORIDA 33404
TEL (561) 841-4529
FAX (561) 841-4954
wayne@wrichardslaw.com

February 27, 2009

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

Dear Sir/Madam:

Please file the following Articles of Corporation for The HCE Group, Inc.,

I have enclosed for filing the following:

- a) Articles of Incorporation for The HCE Group, Inc
- b) Designation of Registered Agent
- c) Check in the amount of \$70.00.

Thank you in advance for your cooperation in this matter.

Sincerely,



Micheleine Talegrand
Legal Assistant



RECEIVED
DEPARTMENT OF STATE

09 MAR 16 PM 4:51

FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 5, 2009

LAW OFFICES OF WAYNE M RICHARDS, P.A.
ATTN: MICHELEINE TALEGRAND
2001 BROADWAY STE 101
RIVIERA BEACH, FL 33404

SUBJECT: THE HCE GROUP, INC.
Ref. Number: W09000010565

We have received your document for THE HCE GROUP, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch
Regulatory Specialist II
New Filing Section

Letter Number: 109A00007688



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 18, 2009

LAW OFFICES OF WAYNE M RICHARDS, P.A.
ATTN: MICHELEINE TALEGRAND
2001 BROADWAY STE 101
RIVIERA BEACH, FL 33404

SUBJECT: THE HCE GROUP OF COMPANIES, INC.
Ref. Number: W09000010565

We have received your document for THE HCE GROUP OF COMPANIES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please accept our sincere apology for this oversight.

You must list the corporation's principal street address and/or a mailing address in the document. A post office box is not acceptable for the principal address.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch
Regulatory Specialist II
New Filing Section

Letter Number: 609A00009154

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2009 MAR -4 PM 4: 42

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
THE HCE GROUP OF COMPANIES, INC.**

**ARTICLE I
CORPORATE NAME**

Effective Date *March 10, 2009*

The name of this corporation is **THE HCE GROUP OF COMPANIES, INC.**

**ARTICLE II
COMMENCEMENT OF THE CORPORATE EXISTENCE**

The corporate existence commences on the **10TH** day of March, 2009.

**ARTICLE III
PRINCIPAL OFFICE**

The mailing address of this corporation **4201 Westgate Ave., Ste A-11, West Palm Beach, Florida 33409.**

**ARTICLE IV
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) at \$1.00 par value.

**ARTICLE V
INITIAL REGISTERED AGENT AND OFFICE**

The name and address of the initial registered agent is **Hiram Christopher Edden, 4201 Westgate Ave., Ste A-11, West Palm Beach, Florida 33409.**

**ARTICLE VI
MANAGEMENT OF CORPORATE AFFAIRS**

A) Board of Directors.

The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors, consisting of not less than one (1) person. The number of Directors of the corporation shall be one (1), provided however, that such number may be changed by a By-Law duly adopted by the shareholders.

The Directors named herein as the first Board of Directors shall hold office until the first meeting of shareholders at which time an election of Directors shall be held.

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting, and that the Articles of Incorporation and the By-Laws of this Corporation authorize the Directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such initial members of the Board of Directors are as follows:

Hiram Christopher Edden	4201 Westgate Ave.,
President	Ste A-11,
	West Palm Beach, Florida 33409

B) Corporate Officers.

The Board of Directors shall elect the following officers: President, Vice President, Secretary, and Treasurer, and such other officers as the By-Laws of this corporation may authorize the Directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors.

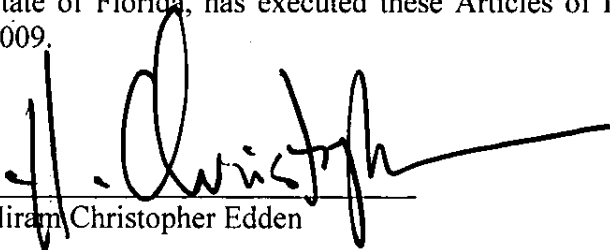
ARTICLE VII
INCORPORATORS

The name and street address of the Incorporator to these Articles of Incorporation is 4201 Westgate Ave., Ste A-11, West Palm Beach, Florida 33409.

ARTICLE VIII
PURPOSE

The purpose or purposes for which the corporation is organized are: To engage in the transaction of any or all lawful business for which corporations may be incorporated under the provisions of the Florida General Corporation Act.

The undersigned, for the purpose of forming this corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 9 day of March, 2009.


Hiram Christopher Edden

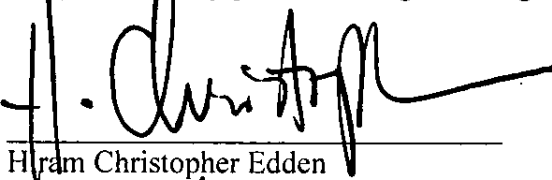
REGISTERED AGENT AND OFFICE

Pursuant to the provisions of F.S. 607.0501, the undersigned corporation organized under the laws of the State of Florida submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is **THE HCE GROUP OF COMPANIES, INC.**
2. The name of the registered agent is Hiram Christopher Edden.

The address of the registered agent/registered office is Hiram Christopher Edden, 4201 Westgate Ave., Ste A-11, West Palm Beach, Florida 33409.

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


Hiram Christopher Edden

Date: 3/9/09