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BOARD CERTIFIED
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December 27, 1994

Honorable Jim Smith
Secretary of State
State of Florida
Division of Corporations
Post Office Box 6327
409 E. Gaines Street
Tallahassee, FL 32314

700001386117
-01703745--01021--000
****122.50 ****122.50

Re: Louis G. Heck Certified Public Accountant, P.A. -
Incorporation

Dear Sir:

Please find enclosed the original Articles of Incorporation of
Louis G. Heck Certified Public Accountant, P.A., together with our
check of \$122.50 to cover cost of filing fee.

Please return a certified copy of the Articles to the
undersigned at your earliest opportunity.

Thank you for your cooperation in this regard.

Yours truly,


ARTHUR BARON

AB/jcc
Enclosures

Mr. Baron - GAVE
AUTOMATICALLY
COPIES RA accept.
DATE 1-5-95
DO NOT SIGN - JC

H. SIMS JAN 4 1995

F. CHESSEY JAN 5 1995

FILED
JAN 3 1995
14 8 17 8 41

ARTICLES OF INCORPORATION
FOR PROFESSIONAL CORPORATION:
(F.S. §607.0202 and Chapter 621)

LOUIS G. HECK CERTIFIED PUBLIC ACCOUNTANT, P.A.

The undersigned natural person, competent and licensed to practice certified public accounting in the State of Florida, acting hereby as Incorporator for the purpose of forming a Professional Service Corporation for profit under the provisions of Section 607, Florida General Corporation Act, and Section 621, Florida Professional Service Corporation Act, of the Florida Statutes, does hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME. The name of this corporation shall be:

LOUIS G. HECK CERTIFIED PUBLIC ACCOUNTANT, P.A.

ARTICLE II

PURPOSES. The general nature and purposes of business to be transacted, promoted and carried on by the corporation are as follows:

a. To engage in every aspect in the practice of accounting, and all its fields of specializations, as are engaged in by accountants.

b. To engage and render the professional services involved only through its officers, agents and employees who shall be accountants in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional service as this corporation.

c. To invest its funds in real estate, mortgages, stocks, bonds and any other type of investments permitted by law.

d. To engage in no other business other than the rendition of the professional services specified herein.

e. To do everything necessary and proper in accomplishing the purposes here set forth and to do anything incidental thereto which is not forbidden under the laws of the State of Florida.

ARTICLE IIICAPITAL STOCK.

a. The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time shall be 1,000 shares of common stock, at One Dollar (\$1.00) per share par value.

b. The consideration to be paid for each share shall be payable in lawful money or property, labor or services.

c. Shares of the corporation's stock and certificates shall be issued only to accountants in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this corporation.

ARTICLE IV

DURATION. The corporation shall have perpetual existence.

ARTICLE V

REGISTERED AGENT. The address of this corporation's initial registered office is 12315 W. Colonial Drive, Winter Garden, FL 34787, and the name of its initial registered agent at said address is Louis G. Heck, whose mailing address is Post Office Box 770486, Winter Garden, FL 34777.

ARTICLE VI

INCORPORATOR. The name and address of the Incorporator is as follows: Louis G. Heck, 12315 W. Colonial Drive, Winter Garden, FL 34787.

ARTICLE VII

BOARD OF DIRECTORS. The corporation shall have a Board of Directors consisting of one or more persons. The number of Directors may be increased or decreased from time to time by a resolution of the majority of the Stockholders but shall never be less than one. The names and addresses of the initial Directors of this corporation are:

Name:

Address:

Louis G. Heck

12315 W. Colonial Drive
Winter Garden, FL 34787

ARTICLE VIII

INFORMAL SHAREHOLDER ACTION. Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the corporation as part of the corporate records.

ARTICLE IX

SEVERANCE AND TERMINATION OF EMPLOYMENT. If any officer, director, stockholder, agent or employee of this corporation becomes legally disqualified to render the professional services for which the corporation is organized, or accepts employment that places restrictions or limitations on his continued rendering of such professional services, he shall forthwith sever all employment with the corporation, and shall not thereafter participate or share, directly or indirectly, in any earnings or profits realized by the corporation on account of professional services. The corporation shall forthwith, upon such disqualification of any shareholder, purchase such shareholder's shares and pay him all amounts owing and lawfully due to him by the corporation, except that such shares shall not be entitled to dividends.

ARTICLE X

INFORMAL DIRECTOR ACTION. If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writing evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE XI

INDEMNIFICATION. The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XII

BYLAW AMENDMENT. The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the Board of Directors and Stockholders provided that such amendment be in compliance with the laws of Florida governing a Professional Service Corporation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed

these Articles of Incorporation in the State of Florida,
this 22 day of December, 1994.

Louis G. Heck
LOUIS G. HECK
Incorporator

Louis G. Heck
LOUIS G. HECK

I HEREBY ACCEPT-Registered Agent

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me
this 22 day of December, 1994, by Louis G. Heck, who is
personally known to me or who has produced identification in the
form of _____, executed the foregoing Articles of
Incorporation as the Incorporator and who did/did not take an oath.

F. Carter F. CARTER
Notary Public, State of Florida
at Large



F. CARTER
Notary Public, State of Florida
My Comm. Exp. Nov. 21, 1997
Comm. No. CC 331820

F. CARTER
Typed Name of Notary Public

My Commission Number and
Date of Expiration:

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FILED