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OFFICE USE ONLY

OR	PORATION NAME(S) &	DOCUMENT NUMBER(S) (if known):
	Neclolon Deve	exporation 37
	(Corporation Name)	(Document #)
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	(Corporation Name)	(Document /)
	(Corporation Name)	(Document #)
2	Walk in Pick up time	Certified Copy ARTICLES ONLY
	Mail out Will wait	Photocopy Certificate of Status
	_	CERTIFICATE OF GOOD STANDING
	NEW FILINGS	AMENDMENTS H. SIMS APR - 3 1995
χ	Profit	Amendment Certificate of FICTICIOUS NAME
	NonProfit	Resignation of R.A., Officer/Director FICTICIOUS NAME SEARCH
	Limited Liability	Change of Registered Agent CORP SEARCH
	Domestication	Dissolution/Withdrawal
	Other	Merger
	OTHER FILNGS	REGISTRATION/ OUALIFICATION HOLD FOR
	Annual Report	QUALIFICATION

Foreign

Limited Partnership

Reinstatement Trademark Other

HOLD FOR PICKUP BY UCC SERVICES

E- miner's Initials

Fictitious Name

Name Reservation

ARTICLES OF INCORPORATION OF HEDDON DEVELOPMENT CORPORATION (a corporation for profit)

The undersigned, for the purpose of forming a corporation for profit under the provisions of the Florida Business Corporation Act, do hereby adopt the following Articles of Incorporation.

ARTICLE I NAME

The name of this corporation is HEDDON DEVELOPMENT CORPORATION.

ARTICLE II DURATION

This corporation shall have perpetual duration. The corporate existence shall begin with the date and time of the filing of these Articles of Incorporation by the Florida Department of State.

ARTICLE III PURPOSES AND POWERS

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

The corporation shall have all the rights, privileges and powers now or hereafter available to corporations for profit under the laws of the State of Florida.

ARTICLE IV CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock which shall be designated "common shares".

ARTICLE V PRINCIPAL OFFICE

The address of the principal office is 1025 North Alternate 27, Lake Hamilton, Florida 33851, and the mailing address of the corporation shall initially be P. O. Box 340, Lake Hamilton, Florida 33851

ARTICLE VI INITIAL REGISTERED OFFICE AND AGENT

The street address of the corporation's initial registered office is 1025 North Alternate 27, Lake Hamilton, Florida 33851, and the name of its initial registered agent at that office is WILL

ARTICLE VII MANAGEMENT OF THE CORPORATION'S AFFAIRS

All corporate powers shall be exercised by, or under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the board of directors of the corporation.

ARTICLE VIII OFFICERS

The officers of the corporation shall consist of a president, a secretary and a treasurer, and such other officers as may be authorized by the bylaws. The officers shall be elected by the board of directors. An officer need not be a resident of the State of Florida nor a shareholder of the corporation.

ARTICLE IX INITIAL OFFICERS

The names and addresses of the persons who shall serve as officers of the corporation until the first election of officers by the board of directors are as follows:

President: Will Heddon

1025 North Alternate 27

Lake Hamilton, Florida 33851

Secretary: Juan Feoli

1025 North Alternate 27

Lake Hamilton, Florida 33851

Treasurer: Juan Feoli

1025 North Alternate 27

Lake Hamilton, Florida 33851.

ARTICLE X BOARD OF DIRECTORS

The number of directors constituting the initial board of directors of the corporation shall be three. The number of directors may be increased or decreased from time to time in accordance with the bylaws, but shall never be less than one. Members of the board of directors need not be residents of the State of Florida nor shareholders of the corporation. The directors shall be elected at the first annual shareholders' meeting and at each annual shareholders' meeting thereafter, and shall hold office, in the manner set forth in the bylaws. Directors shall be removed and vacancies filled in the manner provided in the bylaws.

The name and address of each person who shall serve as a member of the initial board of directors are as follows:

Will Heddon 1025 North Alternate 27 Lake Hamilton, FL 33851

Juan Feoli 1025 North Alternate 27 Lake Hamilton, FL 33851

Carlos Feoli 1025 North Alternate 27 Lake Hamilton, FL 33851

ARTICLE XI NAME AND ADDRESSES OF INCORPORATOR

The name and address of the incorporator of this corporation is as follows:

Will Heddon 1025 North Alternate 27 Lake Hamilton, Florida 33851.

ARTICLE XII BYLAWS

The initial bylaws for the corporation shall be made and adopted by the board of directors of the corporation and may thereafter be amended, altered, or rescinded only in accordance with the provisions of the bylaws or the Florida Business Corporation Act, or any successor thereto.

ARTICLE XIII MEETINGS OF THE SHAREHOLDERS

Annual and specially called meetings of the shareholders of this corporation shall be held as provided in the bylaws.

ARTICLE XIV QUORUM AT SHAREHOLDERS' MEETING

A majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of the shareholders of the corporation.

ARTICLE XV AMENDMENT OF ARTICLES

The corporation reserves the right to amend these Articles of Incorporation, from time to time, in any and as many respects as may be desired, in accordance with the manners and procedures provided by the Florida Business Corporation Act, or any successor thereto.

IN WITNESS WHEREOF, the undersigned, for the purpose of forming this corporation for profit under the laws of the State of Florida, has executed these Articles of Incorporation this of April, 1995.

Signed, sealed and delivered in the presence of:

Witness Printed Name:

KIKHARN H JONES

Witness

Printed Name: Waye

Will Heddon, as incorporator

STATE OF FLORIDA COUNTY OF POLK

The foregoing Articles of Incorporation was acknowledged before me this _\st day of April, 1995, by WILL HEDDON, who personally appeared before me and is personally known to me.

> Printed Name: Worne J. Dioret Notary Public/State of Florida

My Commission Expires: My Commission Number:

(D:\WP51\DOC\CYNTHIA\MINUTES\HEDDEV.ART)



NANCY J. MORETZ MY COMMISSION # DC415250 EXPIRES October 20, 1998 BONDED THEIU TROY FAIN DISURANCE, INC.

HEDDON DEVELOPMENT CORPORATION ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above named corporation, at the place designated, I hereby accept the appointment as registered agent, and state that I am familiar with, and accept, the obligations provided for registered agents in the Florida Business Corporation Act.

Dated: april 1, 1995.

WILL HEDDON