

William Kelly & Company, PA
Certified Public Accountants

P95000040019

May 12, 1995

FILED
95 MAY 18 PM 4:28
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

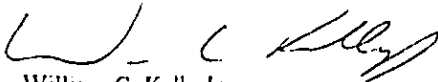
EFFECTIVE DATE

6-1-95

Re: Howard Carrell, Inc. and HCEMP, Inc.

Enclosed you will find an original and one copy each of the Articles of Incorporation and Certificate of Designation of Registered Agent for Howard Carrell, Inc. and HCEMP, Inc. I am also enclosing a check in the amount of \$245 to cover the filing fees and cost of certified copies. A self-addressed, stamped envelope is enclosed.

Sincerely,



William C. Kelly Jr.

encl.

cc Howard Carrell

2100000145000000
05/13/95 01003 012
***245.00 ***122.50

EFFECTIVE DATE
6-1-95

ARTICLES OF INCORPORATION

OF

HCEMP, INC.

FILED
95 MAY 18 PM 4:28
SEC. OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the Corporation shall be:

HCEMP, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be:

299 West Virginia Avenue
DeLand, Florida 32720-1241

ARTICLE III - SHARES

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is 100,000 shares with a par value of \$1.00 per share.

ARTICLE IV - MANAGEMENT

The business of the Corporation shall be managed by the Shareholders rather than by a Board of Directors.

ARTICLE V - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and street address of the initial Registered Agent is:

WILLIAM KELLY
1006 North Woodland Boulevard
P. O. Box 1430
DeLand, Florida 32721-1430


ARTICLE VI - INCORPORATOR

The name and street address of the Incorporator to these Articles of Incorporation is:

WILLIAM KELLY
1006 North Woodland Boulevard
P. O. Box 1430
DeLand, Florida 32721-1430

ARTICLE VII
COMMENCEMENT OF CORPORATE EXISTENCE

This corporation shall commence to exist on June 1, 1995.


WILLIAM KELLY

STATE OF FLORIDA)
COUNTY OF VOLUSIA)


BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared WILLIAM KELLY, to me well known to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal this 16 day of May 1995.



ANNE M. CHAMBLISS
My Comm Exp. 3/02/99
Bonded By Service Ins
No. CC-42917

☒ Personally Known ☐ Other I.D.


NOTARY PUBLIC, State of Florida

FILED
55 MAY 13 PM 4:28
DELANDESS, FLORIDA

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Sections 607.0501 or 617.0501, Florida Statutes, 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:

HCEMP, INC.

2. The name and address of the registered agent and office is:

WILLIAM KELLY
1006 North Woodland Boulevard
P. O. Box 1430
DeLand, Florida 32721-1430

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.

BY: W. Kelly

WILLIAM KELLY

DATE: 5/11/81

William Kelly & Company, P.A.
Certified Public Accountants

P95000040019

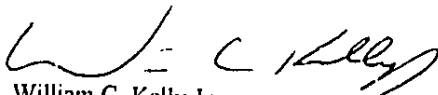
May 26, 1995

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Re: HCEMP, Inc.

Enclosed you will find an original and one copy of the Articles of Amendment adopted by HCEMP, Inc. I am also enclosing a check in the amount of \$87.50 to cover the filing fee of \$35.00 and certified copy charge of \$52.50. A self-addressed, stamped envelope is enclosed.

Sincerely,


William C. Kelly Jr.

encls.

cc: Howard Carrell

100001502411
-05/31/95--01093--010
*****87.50 *****87.50

FILED
95 MAY 30 AM 10:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMEND
XPR
6/1/95

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
HCEMP, INC.

FILED
95 MAY 30 AM 10:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is
HCEMP, INC.
2. The text of the amendment is as follows:

Article III - Shares

The aggregate number of shares that the corporation is authorized to issue is 100,000 shares of Common Stock with a par value of \$1.00 per share. The shares are divided into two series. The number of shares of each series are as follows:

<u>Class</u>	<u>Series</u>	<u>Number of Shares</u>
Common	A	100
Common	B	99,900

All shares of Series A Common Stock have the same preferences, limitations and rights as all shares of series B Common Stock except that the holders of the Series A Common Stock have the exclusive right to vote, including the exclusive right to notice of shareholders meetings. The holders of the Series B Common Stock have no right to vote.

3. The foregoing Amendment was duly adopted by William Kelly, the sole incorporator, on May 26, 1995 before the issuance of shares. Shareholder action was not required.

Dated May 26, 1995.

HCEMP, INC.

By: William Kelly
William Kelly

State of Florida)
County of Volusia)

The foregoing instrument was acknowledged before me this 26
day of May, 19 95 by William Kelly as incorporator for HCEMP,
INC., who was [☒] personally known by me. or who [☐] provided the
following identification personally
known



ANNE M. CHAMBLISS
My Comm. Exp. 3/02/99
Notary Public
No. CC62217
☒ Personally Known ☐ Other

Anne M Chambliss
Notary Public