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NEW FILINGS	AMENDMENTS	FILED TRIBES
Profit	Amendment	SEC SEC
NonProfit	Resignation of P.A., Officer	
Limited Liability	Change of Registered Agen	ATE 21
Domestication	Dissolution/Withdrawal	
Other	Merger	
OTHER FILINGS	REGISTRATION/	
Annual Report	QUALIFICATION	
 	Foreign	NIV S
Fictitious Name Name Reservation	Limited Partnership	.MAY 3 1 1995 BSB
	Reinstatement	
	Trademark	
	Other	Examiner's Initials

ARTICLES OF INCORPORATION

OF

FILED 95 MAY 25 AM 9: 21, SECRETARY OF STATE

BLUE HERON VENTURES, INC.

These Articles of Incorporation are made and subscribed for the purposes of organizing a corporation for profit under the Florida General Corporation Act, Chapter 607, Florida Statutes.

ARTICLE I - NAME AND PRINCIPAL ADDRESS

The name of this corporation is:

BLUE HERON VENTURES, INC.

The principal address of the corporation is:

4080 S. Prairie View Drive

Sarasota, Florida 34232

ARTICLE II - PURPOSE

This corporation is organized for the purposes of transacting any or all lawful business.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue one million (1,000,000) shares of common stock, par value off ONE DOLLAR (\$1.00) per share.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 4080 \cap .

Prairie View Drive, Sarasota, Florida 34232 and the name of the initial registered agent is FREDERICK B. WALTERS.

ARTICLE V - INITIAL BOARD OF DIRECTORS

The initial Board of Directors of this corporation shall be:

LOIS J. WALTERS

LORI J. BRADY

Address: 4080 S. Prairie View Drive

Sarasota, Florida 34232

ARTICLE VI - RESTRICTIONS ON MEMBERSHIP TO BOARD OF DIRECTORS

This corporation shall have two (2) director initially. The number of directors may be increased or diminished from time to time, by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VII - INCORPORATION

The name and address of the person signing these Articles is:

LOIS J. WALTERS

LORI J. BRADY

4080 S. Prairie View Drive

Sarasota, Florida 34232

ARTICLE VIII - BYLAWS

The power to adopt, alter, amend, or repeal Bylaws shall be vested in the shareholders, and except to the extent limited by the shareholders, in the Board of Directors.

ARTICLE IX - DURATION

The existence of this corporation shall commence on the date of filing these Articles, and shall be perpetual.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend, alter, change, or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner now or hereafter prescribed by law, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 27th day of April, 1995.

LOIS J. WALTERS

Incorporator

LORI J. BRADY

Incorporator

STATE OF FLORIDA COUNTY OF SARASOTA

I HEREBY CERTIFY that on this 27th day of April, 1995, before me, an officer duly authorized and acting, personally appeared LOIS J. WALTERS & LORI J. BRADY, to me known and known to me to be the individual described in and who executed the foregoing instrument and acknowledged then and there before me that she executed said instrument.

WITNESS MY HAND and official seal in the County and State aforesaid this day and year listed above written.

Notary Public

My commission expires:

THE LIC STATE OF FLORIDA THE LICENSTAND AND VICENSIA OF THE CLOSING THE UNIT.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITH!N THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuant of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First -- That BLUE HERON VENTURES, INC. desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at city of Sarasota, County of Sarasota, State of Florida has named FREDERICK B. WALTERS located at 4080 S. Prairie View Drive, City of Sarasota, County of Sarasota, State of Florida, as its agent to accept service process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: Arelink B. Walters

Resident Agent
FREDERICK B. WALTERS

STATE OF FLORIDA COUNTY OF SARASOTA

I HEREBY CERTIFY that on this 27th day of April, 1995, before me, an officer duly authorized and acting, personally appeared FREDERICK B. WALTERS, to me known to be the individual described in and who executed the foregoing instrument and acknowledged then and there before me that she executed said instrument.

WITNESS MY HAND and official seal in the County and State aforesaid this the day and year last aforementioned.

Notary Public

My commission expires:

He Wille