

P960000036605
TRANSMITTAL LETTER

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

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-04/24/96--01104--013
+++131.25 +++131.25

SUBJECT: HESIMAT INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM: Allan H. Kaya
Name (printed or typed)
P.O. Box 2462
Address
Gainesville, Florida 32602
City, State & Zip
(352) 374 -8132
Daytime Telephone number

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR 24 PM 2: 12

NOTE: Please provide the original and one copy of the articles.

g 4/29/96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR 24 PM 2:12

**ARTICLES OF INCORPORATION
OF
HESHMAT INC.**

ARTICLE I - NAME and PRINCIPAL PLACE OF BUSINESS

The name of this corporation is HESHMAT INC. and its principal place of business shall be located at 404 S. Main Street, Gainesville, Florida 32601.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Department of State.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue ONE HUNDRED (100) shares of common stock at ONE THOUSAND DOLLARS (1,000.00) par value, which shall be designated as "Common Shares."

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office address of this corporation is 7225 N.W. 131 Street, Gainesville, Florida 32653 and the name of the initial registered agent of this corporation at that address is ALLAN H. KAYE, ESQUIRE.

ARTICLE VII - DIRECTORS

Initially, this corporation shall have No (0) Directors. They shall be elected/appointed at the first meeting of the stockholders and thereafter this corporation shall have no less than one (1) director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws.

ARTICLE VIII - OFFICERS

The name and addresses of the initial officers of the corporation, who shall serve until the successors shall be elected or appointed, are:

<u>Name</u>	<u>Address</u>
Mohammed R. Hesmat Ghahdarijani President	1650 NW 29th Road Gainesville, Florida 32605
Felor Heshmat Ghahdarijani Vice President	1650 NW 29th Road Gainesville, Florida 32605
Ardalan Ghahdarijani Secretary	1930 NW 40th Place Gainesville, Florida 32605

ARTICLE IX - INCORPORATOR

The name and address of the Incorporator signing these articles is:

Mohammed R. Heshmat Ghahdarijani
1650 NW 29th Road
Gainesville, Florida 32605

ARTICLE X - INDEMNIFICATION

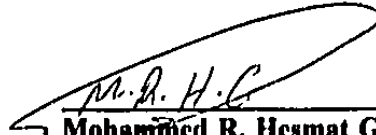
The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law. No Officer or Director shall be personally liable for monetary damages to the corporation or any other person for any statement, vote, decision, or failure to act, regarding corporate management policy, unless that Officer or Director breached or failed to perform his duties as an Officer or Director as provided in Section 607.0831, Florida Statutes(1996).

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation. Articles may be amended at any time by a majority vote of the shareholders.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the date of signing.

Dated: 4/23, 1996



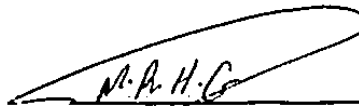
**Mohammed R. Heshmat Ghahdarijani,
Incorporator**

**CERTIFICATE DESIGNATING PLACE AND NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that the corporation desiring to organize or qualify under the laws of the State of Florida, has named ALLAN H. KAYE, ESQUIRE at 7225 NW 131 Street, Gainesville, Florida, 32653, as its agent to accept service of process within Florida.

Dated: 4/23, 1996



**Mohammed R. Heshmat Ghahdarijani,
Incorporator**

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ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

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 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.

Dated: 4/23, 1996


Allan H. Kaye, Esquire
Registered Agent