



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 285178 4656E

AUTHORIZATION :

COST LIMIT : \$ 122.50

Patricia Pappas

ORDER DATE : March 7, 1997

ORDER TIME : 9:23 AM

ORDER NO. : 285178-005

CUSTOMER NO: 4656E

CUSTOMER: Marion M. Baker, Legal Asst
GREENBERG TRAUIG HOFFMAN
LIPOFF ROSEN & QUENTEL
111 North Orange Avenue
Suite #2050
Orlando, FL 32801

DOMESTIC FILING

NAME: HDE, INC.

EFFECTIVE DATE:

XXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Harry B. Davis

EXAMINER'S INITIALS:

K.R. MAR - 7 1997

FILED
97 MAR - 7 PM 2:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
97 MAR - 7 AM 9:52
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION
OF
HDE, INC.

FILED
97 MAR -7 PM 2:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is **HDE, Inc.**

ARTICLE II - INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the initial principal place of business of the corporation is 1916 Boothe Circle, Longwood, Florida 34750. The initial mailing address of the corporation is 1916 Boothe Circle, Longwood, Florida 34750.

ARTICLE III - AUTHORIZED SHARES

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having a par value of \$.10 per share.

ARTICLE IV - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation is Greenberg Traurig Hoffman Lipoff Rosen & Quentel, P.A., 111 North Orange Avenue, Suite 2050, Orlando, Florida 32801 and the initial registered agent of this corporation at that address is Igal Knobler.

ARTICLE V - INCORPORATOR

The name and address of the incorporator is as follows:

Name

Address

Igal Knobler, Esq.

Greenberg Traurig Hoffman Lipoff
Rosen & Quentel, P.A.
111 North Orange Avenue
Suite 2050
Orlando, Florida 32801

IN WITNESS WHEREOF, the undersigned does hereby execute this instrument this 5th day of March, 1997.

By: 

Igal Knobler, Esq.
Incorporator

**FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

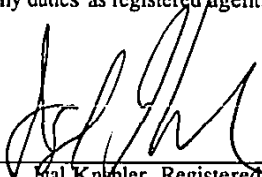
Pursuant to Section 48.091 and Section 607.0501, Florida Statutes, the following is submitted:

That **HDE, Inc.**, desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 111 North Orange Avenue, Suite 2050, Orlando, Florida 32801, has named Igal Knobler as its agent to accept service within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the Corporation named above, at the place designated in this certificate, I agree to act in that capacity and to comply with the provisions of the Florida Business Corporation Act, relative to the proper and complete performance of my duties as registered agent.

March 5th, 1997



Igal Knobler, Registered Agent

ORLANDO/KNOBLER/7505/5th011.DOC/3/04/97

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA