

THE HELLIER GROUP, INC.

3611 First Street, Bradenton, FL 34208 941-751-0181

March 25, 1997

Florida Secretary of State New Filings P.O. Box 6327 Tallahassee, FL 32314 FILED
97 APR 28 PH 1: 38
SECRETARIS TO CARE

Please find enclosed Articles of Incorporation for The Hellier Group, Inc., a new Florida corporation. Also enclosed is the filing fee needed for a certified copy, totaling \$122.50.

If there is anything more that you need in this matter, please contact my accountant, Stephen M. Musco at:

Musco & Company, P.A. 1549 Ringling Boulevard Suite 602 Sarasota, FL 34236

800002144568--1 -04/16/97--01020--001 ****122.50 ****122.50

941-366-8711

The certified copy of the Articles and accompanying correspondence are to be sent to Mr. Musco's address.

Sincerely,

Charles Hellier



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

April 16, 1997

MUSCO & COMPANY, P.A. 1549 RINGLING BLVD, SUITE 602 SARASOTA, FL 34236

SUBJECT: THE HELLIER GROUP, INC. Ref. Number: W97000008901

We have received your document for THE HELLIER GROUP, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6915.

Letter Number: 197A00019351

Pamela Hall Document Specialist

THE HELLIER GROUP, INC.

3611 First Street, Bradenton, FL 34208 941-751-0181

April 25, 1997

Florida Secretary of State New Filings P.O. Box 6327 Tallahassee, FL 32314

Please find enclosed corrected Articles of Incorporation for The Hellier Group, Inc., the originally submitted document, and a copy of the rejection letter as requested. Previously sent and accepted was the filing fee needed for a certified copy, totaling \$122.50.

If there is anything more that you need in this matter, please contact my accountant, Stephen M. Musco at:

Musco & Company, P.A. 1549 Ringling Boulevard Suite 602 Sarasota, FL 34236

941-366-8711

The certified copy of the Articles and accompanying correspondence are to be sent to Mr. Musco's address.

Sincerely,

Charles Hellier

ARTICLES OF INCORPORATION

FILED 97 APR 28 PH 1: 38

OF

The Hellier Group, Inc.

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

ARTICLE I - NAME

The name of this Corporation is: The Hellier Group, Inc.

ARTICLE II - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1,000 Shares of Common Stock having a par value of \$1.00 per share.

ARTICLE V - PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be 3611 First Street, Bradenton, FL 34208.

ARTICLE VI -INITIAL REGISTERED AGENT AND ADDRESS

The street address of the registered office of this Corporation is 3611 First Street, Bradenton, FL 34208, and the registered agent at such office is Charles Hellier.

ARTICLE VII - DIRECTORS

This Corporation shall have 1 Director initially. The number of Directors may be changed from time to time by Bylaws adopted by the Shareholders. The name and address of each member of the first Board of Directors are:

Charles Hellier

3611 First Street Bradenton, FL 34208

ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders Meeting by a majority of the stock entitled to vote thereon.

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ARTICLE IX - INCORPORATOR

SECRETAIN SECRETAIN

TALLAHASSEE, FLORIDA

The name and street address of each incorporator to these Articles of Incorporation are:

Charles Hellier

3611 First Street Bradenton, FL 34208

The Undersigned has executed these Articles this 24th day of April, 1997.

Charles Hellie Incorporator

Having been named as Registered Agent and to accept service of process for The Hellier Group, Inc., at the place designated in the Articles, 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.

April 24, 1997

Registered Agent