

WELLISCH, METZGER & STANTON, P.A.

ATTORNEYS AT LAW

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(1910 - 1982)
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REPLY TO
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509 S W 2nd AVENUE
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REF TO FILE NO

PA 700000398/0

May 30, 1997

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Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Hebel Enterprises, Inc.

Dear Sir or Madam:

Enclosed please find an original and copy of the Articles of Incorporation for Hebel Enterprises, Inc., together with my check in the amount of \$122.50.

Please have these documents filed and return a copy of the Articles, Certificate of Good Standing and charter number to this office.

Thank you for your cooperation.

Very truly yours,

Ursula Metzger

URSULA METZGER
UM/mh
Enc.

FILED
97 MAY -1 PM 2:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAY 5 1997
[Signature]

ARTICLES OF INCORPORATION
OF
HEBEL ENTERPRISES, INC.

97 MAY -1 PM 2:28
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is :

HEBEL ENTERPRISES, INC.

The address of the principal office of this corporation is 508 S.W. 19 Street, Okeechobee, Florida 34974, and the mailing address for the corporation is P.O. Box 687, Okeechobee, Florida 34973.

ARTICLE II - DURATION

The duration of this corporation shall be perpetual.

ARTICLE III - PURPOSE

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

ARTICLE IV - COMMON SHARES

This corporation is authorized to issue 1,000 shares of common stock at \$1.00 par value, which shall be designated common shares.

ARTICLE V - PREEMPTIVE 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 of this corporation is 8603 South Dixie Highway, Suite 207, Miami, Florida 33143. The name of the initial registered agent of this corporation at this address is

URSULA METZGER

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The

ARTICLE VIII - INCORPORATOR

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

URSULA METZGER
8603 South Dixie Highway, Suite 207
Miami, Florida 33143

ARTICLE IX - BYLAWS

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

ARTICLE X - SHAREHOLDER APPROVAL FOR MERGER

The approval of the shareholders of this corporation to any plan of merger shall be required in every case.

ARTICLE XI - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 30th day of April, 1997.

Ursula Metzger

URSULA METZGER

STATE OF FLORIDA)
)
COUNTY OF DADE)

Before me, a notary public authorized to take acknowledgements in the State and County set forth above, personally appeared URSULA METZGER, known to me and known to me by be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 30th day of April, 1997.

Marion H. Hickey

Notary Public, State of Florida

My commission expires:

