

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P97000078272

Frederick C. Heidgerd, PA

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

97 SEP 10 AM 11:32

500002289015--1  
09/10/97--01011--019  
\*\*\*\*122.50 \*\*\*\*122.50

- Art of Inc. File \_\_\_\_\_
- LTD Partnership File \_\_\_\_\_
- Foreign Corp. File \_\_\_\_\_
- L.C. File \_\_\_\_\_
- Fictitious Name File \_\_\_\_\_
- Trade/Service Mark \_\_\_\_\_
- Merger File \_\_\_\_\_
- Art. of Amend. File \_\_\_\_\_
- RA Resignation \_\_\_\_\_
- Dissolution / Withdrawal \_\_\_\_\_
- Annual Report / Reinstatement \_\_\_\_\_
- Cert. Copy \_\_\_\_\_
- Photo Copy \_\_\_\_\_
- Certificate of Good Standing \_\_\_\_\_
- Certificate of Status \_\_\_\_\_
- Certificate of Fictitious Name \_\_\_\_\_
- Corp Record Search \_\_\_\_\_
- Officer Search \_\_\_\_\_
- Fictitious Search \_\_\_\_\_
- Fictitious Owner Search \_\_\_\_\_
- Vehicle Search \_\_\_\_\_
- Driving Record \_\_\_\_\_
- UCC 1 or 3 File \_\_\_\_\_
- UCC 11 Search \_\_\_\_\_
- UCC 11 Retrieval \_\_\_\_\_
- Courier \_\_\_\_\_

Signature \_\_\_\_\_

Requested by: CJB 9.10 945  
Name Date Time

Walk-In \_\_\_\_\_ Will Pick Up \_\_\_\_\_

RECEIVED  
7 SEP 10 AM 10:02  
SIGN OF CORPORATION

RP  
9-10-97

97 SEP 10 AM 11:32

ARTICLES OF INCORPORATION

OF

FREDERICK C. HEIDGERD, P.A.

The undersigned subscriber to these Articles of Incorporation hereby presents these Articles for the formation of a corporation under the provisions of Chapter 621, Florida Statutes, also known as The Professional Service Corporation Act, and other laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation is:

FREDERICK C. HEIDGERD, P.A.

ARTICLE II

NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is:

A. To engage in every phase and aspect of the business of rendering the same professional services to the public that an attorney duly licensed under the laws of the State of Florida, is authorized to render, but such professional services shall be rendered only through officers, employees, and agents who are duly licensed under the laws of the State of Florida to practice law.

B. To invest the funds of this corporation in real estate, mortgages, stocks, bonds or any other type of investment, and to own real and personal property necessary for the rendering of professional services.

C. To do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of any of the purposes enumerated in these Articles of Incorporation or any amendment thereof, necessary or incidental to the protection and benefit of the corporation, and in general, either alone or in association with other corporations,

The forgoing paragraphs shall be construed as enumerating both objects and purposes of this corporation; and it is hereby expressly provided that the foregoing enumeration of specific purposes are cumulative in nature and shall not be held to limit or restrict in any manner the purpose of this corporation otherwise permitted by law.

### ARTICLE III

#### CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Hundred (100) shares of common stock having a par value of One Dollar \$1.00 per share. None of the shares of this corporation may be issued to any person other than an individual duly licensed to practice law in the State of Florida.

### ARTICLE IV

#### TERM OF EXISTENCE

This corporation is to exist perpetually, unless sooner dissolved according to law.

### ARTICLE V

#### ADDRESS

The initial post office address of the principal office of this corporation in the State of Florida is: 321 S.E. 15th Avenue, Fort Lauderdale, Florida 33301.

The Board of Directors may, from time to time, move the principal office to any other address in Florida.

### ARTICLE VI

#### DIRECTORS

This corporation shall have one Director, initially. The number of Directors may be increased or diminished from time to time, by Bylaws adopted by the Shareholders, but shall never be less than one. If required by the ethics of the profession, Directors shall be required to possess the same professional qualifications as shareholders are required to possess.

ARTICLE VII

INITIAL DIRECTORS AND RESIDENT AGENT

The names and post office addresses of the members of the first Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
FREDERICK C. HEIDGERD	321 S.E. 15th Avenue Fort Lauderdale, FL 33301

The name and street address of the initial Registered Agent is:  
FREDERICK C. HEIDGERD, 321 S.E. 15th Avenue, Fort Lauderdale, FL 33301.

ARTICLE VIII

SUBSCRIBERS

The name and post office addresses of the subscribers of these Articles of Incorporation are: 321 S.E. 15th Avenue, Fort Lauderdale, FL 33301

<u>NAME</u>	<u>ADDRESS</u>
FREDERICK C. HEIDGERD	321 S.E. 15th Avenue Fort Lauderdale, FL 33301

ARTICLE IX

VOTING STOCK POWERS

No shareholder of this corporation shall enter into a joint trust agreement or any other type of agreement vesting in another person the authority to exercise the voting power of any or all of his or her shares. Shareholders shall be entitled to one vote for each share issued, outstanding and registered on the books of the Corporation in the name of such shareholder.

ARTICLE X

RESTRAINT ON ALIENATION OF SHARES

The Shareholders of this corporation shall have the power pursuant to any special procedure specified by the Bylaws, and by means of a plan adopted by a majority of the shareholders of this corporation, to place any regulatory or restrictive provisions deemed advisable regarding the proposed sale, transfer, or other

shall be plainly written upon the certificates of stock of the corporation. No shareholder of this corporation may sell or transfer his or her shares therein except to another individual who is eligible to be a shareholder of this corporation. If any shareholder becomes legally disqualified to practice law in the State of Florida, or is elected to a public office, or accepts employment that places restrictions or limitations upon his continuous rendering of such professional services, such shareholder's shares shall immediately become subject to purchase by this corporation in accordance with the Bylaws by the shareholders unless waived by them.

ARTICLE XI

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved by the Board of Directors, proposed by them to the shareholders and approval at a shareholders' meeting by a majority vote of the shareholders.

IN WITNESS WHEREOF, I the subscriber, have executed these Articles of Incorporation, this 9th day of September, 1997.

  
FREDERICK C. HEIDGERD

STATE OF FLORIDA )  
                          )SS:  
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared FREDERICK C. HEIDGERD to me know and well known to me to be the person of the name described in and who acknowledged to me that he executed the foregoing Articles of Incorporation as his free and voluntary act and deed, for the uses and purposes herein set forth and expressed. FREDERICK C. HEIDGERD is personally known to me and did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year first above written.



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

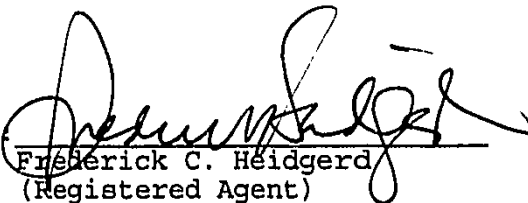
In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First--That FREDERICK C. HEIDGERD, P.A. 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 Fort Lauderdale, County of Broward, State of Florida has named FREDERICK C. HEIDGERD located at 321 S.E. 15th Avenue, City of Fort Lauderdale, County of Broward, State of Florida, as its agent to accept service of process within this state.

**ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)**

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

Date: September 9, 1997

BY:   
Frederick C. Heidgerd  
(Registered Agent)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 SEP 10 AM 11:33