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CONTACT: ~~DOUGLAS~~ DEMPSEY *Rinoza Kinloch*
PHONE: (561) 394-0500
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FAX #:

NAME: RICHARD E. HEATH, P.A.

AUDIT NUMBER.....H97000020731

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 3

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ARTICLES OF INCORPORATION
OF

RICHARD E. HEATH, P.A.

ARTICLE I

NAME OF CORPORATION

EFFECTIVE DATE
01-01-1998

The name of this Corporation shall be: RICHARD E. HEATH,
P.A.

ARTICLE II

COMMENCEMENT OF CORPORATE EXISTENCE

The date upon which corporate existence shall begin is
January 1, 1998.

ARTICLE III

PURPOSE AND POWERS

The Corporation is organized for the purpose of rendering professional certified public accounting services and conducting all other lawful business which corporations are permitted to conduct under the Professional Service Corporation Act of the State of Florida, or successor statute. Without limiting the foregoing, the Corporation shall have the power to invest the funds of the Corporation in real estate, mortgages, stock, bonds and other investments and to own real or personal property necessary for the rendering of professional services, and such other powers as may from time to time be granted by the Professional Service Corporation Act of the State of Florida, or successor statute.

THIS INSTRUMENT PREPARED BY:
Richard E. Heath, Esq.
Hodgson, Russ, Andrews, Woods & Goodyear
2000 Glades Road, Suite 400
Boca Raton, Florida 33431
Telephone: (561) 394-0500
Florida Bar No. 01782888

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ARTICLE IV

CAPITAL STOCK

The number of shares that the Corporation is authorized to have outstanding at any time is 5,000 shares of common stock of the par value of \$1.00 each.

ARTICLE V

INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT

The street address of the initial registered office of the Corporation is 2000 Glades Road, Suite 400, Boca Raton, Florida 33431, and the name of its initial registered agent of the Corporation at that address is HRAWG Corp.

ARTICLE VI

PRINCIPAL OFFICE/MAILING ADDRESS OF THE CORPORATION

The principal office/mailing address of the Corporation is:

2000 Glades Road
Suite 400
Boca Raton, FL 33431


ARTICLE VII

INCORPORATOR

The name and address of the Incorporator of the Corporation is:

Richard E. Heath
2000 Glades Road, Suite 400
Boca Raton, Florida 33431

IN WITNESS WHEREOF, I have made and executed these Articles of Incorporation this 17th day of December , 1997.


Richard E. Heath, Incorporator

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been designated registered agent and to accept service of process for the above-named Corporation at the place described in the foregoing Articles of Incorporation, the undersigned hereby accepts the appointment as registered agent and agrees to act in such capacity. Further, it agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and states that it is familiar with and accepts the obligations of its position as registered agent.

HRAWG Corp.

BY: Larry Corman
Larry Corman, Vice President

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