

C. JAMES WHEELER, INCORPORATED
ACCOUNTANTS

C. JAMES WHEELER

WILLIAM L. BALLEW

EMPLOYED TO REPRESENT EMPLOYEE
BEFORE THE INTERNAL REVENUE SERVICE

2265 LEE ROAD, SUITE 117
WINTER PARK, FLORIDA 32789

407/628-0646
FAX 407/628-0646

ROBERT KNAPP

September 17, 1998

400002644864--3
-09/21/98--01104--017
*****70.00 *****70.00


Florida Department of Revenue
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: **Billie J. Sheehan Enterprises, Inc.**

This letter is to request the filing of a new corporation to be known as **Billie J. Sheehan Enterprises, Inc.** Enclosed you will find the Articles of Incorporation of Billie J. Sheehan Enterprises, Inc. and a check in the amount of \$70.00 for the incorporation process.

Should there be any questions, please feel free to call me at 407-628-1368.

Sincerely,


C. James Wheeler

FILED
98 SEP 21 PM 2:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

SEP 24 1998

2



**ARTICLES OF INCORPORATION
OF
BILLIE J. SHEEHAN ENTERPRISES, INC.**

**ARTICLE I
NAME**

The name of this corporation is **Billie J. Sheehan Enterprises, Inc.**

**ARTICLE II
DURATION**

This corporation shall have perpetual existence commencing on the date of filing these Articles with the Department of State.

**ARTICLE III
PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as it now exists or may hereafter be amended.

**ARTICLE IV
CAPITAL STOCK**

This corporation is authorized to issue Seventy Five Hundred (7,500) shares of One Hundred Dollars (\$100.00) par value common stock which shall be designated as the "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 or her 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.

FILED
98 SEP 21 PM 2:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE VI
PRINCIPAL PLACE OF BUSINESS; INITIAL REGISTERED OFFICE
AND AGENT

The street address of the principal place of business of the corporation is **3302 Holliday Ave. Apopka, Florida 32703** with a mailing address of **3302 Holliday Ave. Apopka, Florida 32703**. The initial registered office of this corporation is **3302 Holliday Ave. Apopka, Florida 32703**, and the name of the initial registered agent of this corporation at that address is **Billie J. Sheehan**.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

This corporation shall have an initial Board of Directors consisting of one (1) Director. The number of Directors may be either increased or decreased from time to time by the by-laws. However, there shall never be less than one (1) Director nor more than five (5) Directors. The name and address of the members of the initial Board of Directors of the corporation are:

<u>Names</u>	<u>Addresses</u>
Billie J. Sheehan	3302 Holliday Ave. Apopka, Florida 32703

ARTICLE VIII
INCORPORATORS

The name and address of the Incorporator signing these Articles is **Billie J. Sheehan Enterprises, Inc.**, whose address is **3302 Holliday Ave. Apopka, Florida 32703.**

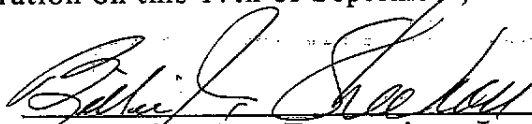
ARTICLE IX
INDEMNIFICATION

The corporation shall indemnify any officer, director or employee (or any former officer, director or employee) of the corporation to the full extent permitted by law.

ARTICLE X
AMENDMENT

This corporation reserves the right to amend or repeal any provision of these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this 17th of September, 1998.

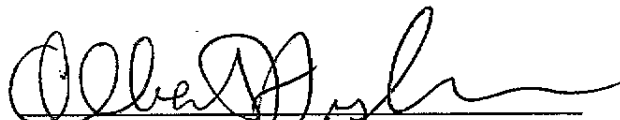


Billie J. Sheehan Enterprises, Inc. as Incorporator

STATE OF FLORIDA)
) SS.:
COUNTY OF ORANGE)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and official seal in the State and County above, this 17th Day of September 1998.


Notary Public at Large, State of Florida



ALBERT F FISHER JR
My Commission CC424943
Expires Dec. 06, 1998
Bonded by NFNU
800-224-6368

Date Expires

(Seal)

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND PLACE OF BUSINESS OR DOMICILE FOR
SERVICE OF PROCESS WITHIN FLORIDA, AND
ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED**

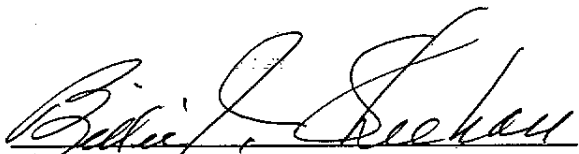
In compliance with section 48.091 and 607.034, Florida statutes, the following is submitted:

That **Billie J. Sheehan Enterprises, Inc.**, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business located at **3302 Holliday Ave. Apopka, Florida 32703** and, has named, **Billie J. Sheehan**, as its agent to accept service of process within the State of Florida.

DATED this 17th day of September, 1998.

Billie J. Sheehan

Having been named the agent to accept service of process for the above corporation, at the place designated in this certificate, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.


Billie J. Sheehan, as Registered Agent

98 SEP 21 PM 2:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED