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FLORIDA DIVISION OF CORPORATIONS

PUBLIC ACCESS SYSTEM
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TO: DIVISION OF CORPORATIONS
(850)922-4001

FAX #:

FROM: AMERICAN ACCOUNTING SERVICE, INC.
104737003316

ACCT#:

CONTACT: ELIZABETH ELLIS
PHONE: (941)747-9292
(941)748-7626

EFFECTIVE DATE
10-2-98

FAX #:

NAME: HEAVRIN, INC.

AUDIT NUMBER.....H98000018619

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

CERT. OF STATUS..0

PAGES..... 2

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TALLAHASSEE, FLORIDA

10-7-98
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Fax audit # H980000186190

ARTICLE OF INCORPORATION
OF
HEAVRIN, INC.

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TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is: **HEAVRIN, Inc.**

EFFECTIVE DATE
10-2-98

ARTICLE II - EXISTENCE

This corporation shall commence existence on the date of execution and acknowledgment of these Articles or this corporation shall exist from the date of filing these Articles with the Department of State.

ARTICLE III - PURPOSE

The general purpose for the which this corporation is organized shall be the transacting of any or all lawful business for which corporations may be incorporated under the provisions of Chapter 607, Florida Statutes.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of common stock, each having the par value of \$1.00. The stock will be classified as 1244 Stock for the Internal Revenue purposes.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of this corporation is, 3007 Manatee Avenue West, Bradenton, Florida 34205. The name of the initial Registered Agent of this corporation at that office is Brian Heavrin. The principal office of business is the same as the registered office.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by the By-Laws but there shall always be at least one director. The name and address of the initial director of this corporation is:

Brian Heavrin
3007 Manatee Avenue West
Bradenton, Florida 34205

PREPARER: SKYLLA RAE SMITH
357 6TH AVENUE WEST
BRADENTON, FLORIDA 34205
941-747-9292

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ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

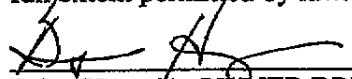
Brian Heavrin
3007 Manatee Avenue West
Bradenton, Florida 34205

ARTICLE VIII - BY LAWS

The power to adopt, alter, amend or repeal By-Laws of this corporation shall be vested in either the Board of Directors or the shareholders; provided, however, the Board of Directors may not alter, amend or repeal any By-Laws adopted by the shareholders specifically provide that the By-Law is not subject to alteration, amendment or repeal by the Board of Directors.

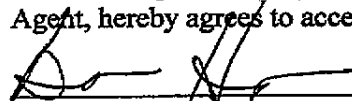
ARTICLE IX - INDEMNIFICATION

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

 date 10/2/98
9/30/98
Brian Heavrin, OWNER/PRESIDENT

ACCEPTANCE-

The undersigned, having been designated in the foregoing Articles of Incorporation as Registered Agent, hereby agrees to accept said designation.

 date 10/2/98
9/30/98
Brian Heavrin, OWNER/PRESIDENT

PREPARER: SKYLLA RAE SMITH
357 6TH AVENUE WEST
BRADENTON, FLORIDA 34205
941-747-9292

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