

P99000020131

Donald L. Headley
2202 Avenue A, N.W.
Winter Haven, Florida 33880

March 8, 1999

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

000002808340--0
-03/16/99--01103--011
*****78.75 *****78.75

Gentlemen:

EFFECTIVE DATE
3-8-99

Please accept the attached Articles of Incorporation of **HEADLEY'S NATURAL GAS CONSULTING, INC.** which has an effective date of March 8, 1999. Also attached is a check in the amount of \$78.75 to cover all filing fees and certified copy of Articles of Incorporation. Enclosed also is certificate designating registered agent.

I trust these documents are in proper form, however, should you need to contact me, please do so.

Thanking you in advance for your immediate attention in this matter.

Sincerely,

Donald L. Headley
Donald L. Headley

FILED
99 MAR 16 AM 9:10
SECRETARY OF STATE
TALLAHASSEE FLORIDA

MAR 23 1999
[Signature]

FILED
99 MAR 16 AM 9:10
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
HEADLEY'S NATURAL GAS CONSULTING, INC.

The undersigned, subscribers to these Articles of Incorporation hereby form a corporation under the laws of the State of Florida.

EFFECTIVE DATE
3-8-99

ARTICLE I
NAME AND PRINCIPAL OFFICE OF CORPORATION

The name of the corporation shall be:

HEADLEY'S NATURAL GAS CONSULTING, INC.

The principal place of business of this corporation shall be:

2202 Avenue A, N.W.

Winter Haven, Florida 33880

ARTICLE II
NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory of nation.

ARTICLE III
CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any one time ^{is One} One Thousand (1,000) shares having a par value of One Dollar (\$1.00) per share.

ARTICLE IV

TERMS OF EXISTENCE

The existence of this corporation shall commence on March 8, 1999, and this corporation shall have perpetual existence.

ARTICLE V

REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is **2202 Avenue A, N.W., Winter Haven, Florida 33880**, and the name of its initial registered agent of this corporation at that address is **Donald L. Headley**.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have two director initially. The number of directors may be increased or diminished from time to time by the By-Laws adopted by the shareholders, but shall never be less than two. The names and addresses of the initial directors of this corporation are:

Name
Donald L. Headley

Virginia A. Headley

Address
2202 Avenue A, N.W.
Winter Haven, FL 33880

2202 Avenue A, N.W.
Winter Haven, FL 33880

ARTICLE VII

SUBSCRIBERS

The name and post office address of the subscribers to these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Donald L. Headley	2202 Avenue A, N.W. Winter Haven, FL 33880
Virginia A. Headley	2202 Avenue A, N.W. Winter Haven, FL 33880

ARTICLE VIII

BY-LAWS

The Board of Directors is authorized to adopt By-Laws, including provisions governing the issuance of stock certificates to replace lost or destroyed stock certificates and provisions prohibiting the transfer of the stock of the corporation and of the pre-emptive rights to such stock, provided such By-Laws are not contrary to the laws of the State of Florida.

ARTICLE IX

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 stockholders and approved at a stockholders' meeting by a majority, or such greater number as may be specified in the By-Laws, or the shares of stock entitled to vote thereon unless all the directors and stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

The undersigned subscribers have executed these Articles of Incorporation, this
8th day of March, 1999.

Donald L. Headley
Donald L. Headley

Virginia A. Headley
Virginia A. Headley

FILED
99 MAR 16 AM 9:10
SECRETARY OF STATE
TALLAHASSEE FLORIDA