

TRANSMITTAL LETTER

P99000062700

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

SUBJECT: Jim Hepp and Associates, Inc.  
(Proposed corporate name - must include suffix)

100002926281-2  
-07/08/99-01052-009  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee  
& Certificate of Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

RECEIVED  
8/1/99

FROM: Jim Hepp  
Name (Printed or typed)

1461 Irma Rd.  
Address

EUSTIS FL 32726  
City, State & Zip

352-589-6125  
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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TS 7/14/99

**ARTICLES OF INCORPORATION  
OF  
JIM HEPP AND ASSOCIATES, INC.**

**EXPENSE REC.**  
8/1/99

*The undersigned incorporator, for the purpose of forming a corporation under Chapter 607 of the laws of the State of Florida, hereby adopts the following Articles of Incorporation.*

**ARTICLE I. NAME**

The name of the corporation shall be "JIM HEPP AND ASSOCIATES, INC."

**ARTICLE II. PRINCIPLE OFFICE**

The principal office and mailing address of this corporation shall be: 1461 IRMA RD., EUSTIS, FLORIDA 32726

**ARTICLE III. NATURE OF BUSINESS**

The corporation may engage or transact in 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 or nation.

**ARTICLE IV. CAPITAL STOCK**

The corporation will have the authority, acting by its board of directors, to issue not more than one thousand (1,000) shares of common stock having a par value of one dollar (\$1.00) per share.

**ARTICLE V. INITIAL REGISTERED OFFICE & AGENT**

The street address of the initial registered office of the corporation is 1461 IRMA RD, EUSTIS, FLORIDA 32726 and the name of the initial registered agent of the corporation at that address is James M. Hepp.

**ARTICLE VI. LIMITATION OF DIRECTOR LIABILITY**

A director is not personally liable for monetary damages to the corporation or any other person for any statement, vote, decision, or failure to act, regarding corporate management or policy, by a director, unless:

- a. The director breached or failed to perform his duties as a director; and
- b. The director's breach of, or failure to perform, those duties constitute:

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(1) A violation of the criminal law, unless the director had reasonable cause to believe his conduct was lawful or had no reasonable cause to believe his conduct was unlawful. A judgment or other final adjudication against a director in any criminal proceeding for a violation of the criminal law estops that director from contesting the fact that his breach, or failure to perform, constitutes a violation of criminal law; but does not estop the director from establishing that he had reasonable cause to believe that his conduct was lawful or had no reasonable cause to believe that his conduct was unlawful;

(2) A transaction from which the director derived an improper personal benefit, either directly or indirectly;

(3) A circumstance under which the liability provisions of the Florida Business Corporation Act Section 607.0834 are applicable;

(4) In a proceeding by or in the right of the corporation to procure a judgment in its favor or by or in the right of a shareholder, conscious disregard of the best interest of the corporation; or willful misconduct; or

(5) In proceeding by or in the right of someone other than the corporation or a shareholder, recklessness or an act or omission which was committed in bad faith or with malicious purpose or in a manner exhibiting wanton and willful disregard of human rights, safety, or property.

The limitation of director liability will be consistent with the Florida Business Corporation Act, as the same may be from time to time amended.

#### **ARTICLE VII, DIRECTORS**

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one (1) Director, initially. The name and address of the initial member of the Board of Directors is:

James M. Hepp  
Dir.

1461 Irma Rd.  
Eustis, Florida 32726

#### **ARTICLE VIII, OFFICERS**

The name and address of the initial officer of the corporation who shall hold office for the first

year of the corporation, or until successors are elected is:

James M. Hepp  
Pres./Sec-Treas.

1461 Irma Rd.  
Eustis, Florida 32726

**ARTICLE IX, INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation is:

James M. Hepp  
1461 Irma Rd.  
Eustis, Florida 32726


**ARTICLE X, SPECIAL PROVISION**

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue Service code, 26 U.S.C. 1361 et.seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defines therein.

**ARTICLE XI, DURATION**

The corporation will begin its existence on August 1, 1999 and will have perpetual duration.

*IN WITNESS WHEREOF*, the undersigned incorporator has executed these Articles of Incorporation this 5<sup>th</sup> day of July, 1999 with an effective date of August 1, 1999, as provided above.

  
James M. Hepp

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: JIM HEPP AND ASSOCIATES, INC.

2. The name and address of the registered agent and office is:

JAMES M. HEPP  
(NAME)

1461 IRMA ROAD  
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

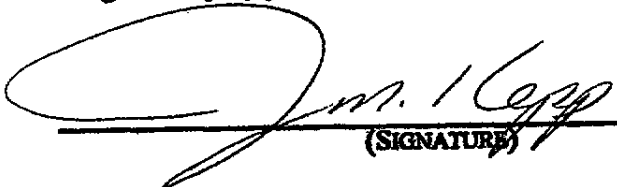
EUSTIS, FLORIDA 32726  
(CITY/STATE/ZIP)

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

  
(SIGNATURE)

7-5-99  
(DATE)

**DIVISION OF CORPORATIONS, P. O. BOX 6327, TALLAHASSEE, FL 32314**