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FILED
00 APR 10 PM 1:30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

April 4, 2000

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

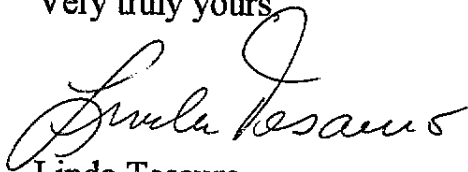
Re: Heads Up Stables Inc.

To Whom It May Concern:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$78.75.

This represents the cost of the Filing Fees, Certified Copy of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours



Linda Tesauro
Heads Up Stables Inc.

100003201451--5
-04/10/00--01105--008
*****78.75 *****78.75

Mailing Address:
11647 59th Street N.
Royal Palm Beach, Florida 33411
(561)-791-2502



ARTICLES OF INCORPORATION

of
Heads Up Stables Inc. FILED
(name of corporation) 00 APR 10 PM 1:30

The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopts the following articles of incorporation for such corporation: SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - CORPORATE NAME

The name of the corporation is:
Heads Up Stables Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 500 shares of common stock, par value \$ 1.00 per share.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and, if different, the mailing address is:

STREET ADDRESS		
<u>11647 59th STN</u>		
CITY	FLORIDA	ZIP
<u>Royal Palm Beach</u>	<u>FL</u>	<u>33411</u>

Mailing address, if different

STREET ADDRESS		
CITY	FLORIDA	ZIP

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial registered agent at the office is:

NAME	<u>LINDA TESAURO</u>	
ADDRESS	<u>11647 59th STN</u>	
CITY	FLORIDA	ZIP
<u>Royal Palm Beach</u>		<u>33411</u>

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>LINDA TESAURO</u>		
ADDRESS	<u>11647 59th ST N.</u>		
CITY	<u>Royal Palm Beach</u>	STATE	<u>FLORIDA</u> ZIP <u>33411</u>
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	<u>LINDA TESAURO</u>		
ADDRESS	<u>11647 59th ST N</u>		
CITY	<u>Royal Palm Beach</u>	STATE	<u>FLORIDA</u> ZIP <u>33411</u>
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

The undersigned incorporator(s) have executed these Articles of Incorporation this 31st day of Apr March 2000

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Linda Tesaur (Signature)

____ (Signature)

____ (Signature)

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE

FILED

00 APR 10 PM 1:31

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Heads Up Stables Inc.
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 11647 59th ST N
ROYAL PALM BEACH FL 33411

has named LINDA TESAURO

located at the aforesaid address, as its registered agent to accept service of process within this state.

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.

Linda Tesaur
(Signature)

3/31/08
(Date)