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THE UNITED STATES  
CORPORATION  
COMPANY

FILED

00 JUN 30 PM 3: 53

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 751101 - 9539A

AUTHORIZATION :

*Patricia Pignato*

EFFECTIVE DATE

07/03/00

COST LIMIT : \$ 78.75

ORDER DATE : June 30, 2000

ORDER TIME : 12:33 PM

ORDER NO. : 751101-015

CUSTOMER NO: 9539A

100003310051--1

CUSTOMER: Ms. Maryann S. Peterson  
Harris Kukey & Helgeson

Prosperity Garden, Suite 201  
11380 Prosperity Farms Road  
Palm Beach Gard, FL 33410

DOMESTIC FILING

NAME: BIG HEART ENTERPRISES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP  
       ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Pollye Janisse - EXT. 1154

EXAMINER'S INITIALS:

*PJ 6/30/00*

RECEIVED  
00 JUN 30 PM 12:55  
DEPARTMENT OF STATE  
DIVISION OF CORPORATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
BIG HEART ENTERPRISES, INC.

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TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

EFFECTIVE DATE

07/03/00

ARTICLE I

The name of the Corporation ("Corporation") is BIG HEART ENTERPRISES, INC.

ARTICLE II

The existence of the Corporation shall begin on the July 3, 2000.

ARTICLE III

The street address of the principal office of the Corporation is 11380 Prosperity Farms Road, Suite 201, Palm Beach Gardens, FL 33410.

ARTICLE IV

The corporation is authorized to issue 10,000 shares of common stock. The shares shall be divided into two classes, Class A and Class B. There shall be 5,000 shares of Class A stock at \$1.00 per share par value; and 5,000 shares of Class B stock at \$1.00 per share par value. Class A stock shall be voting common stock. Class B stock shall be non-voting common stock. Holders of Class A common stock shall be entitled to one (1) vote for each share on all matters with respect to which shareholders have the right to vote. Except for voting rights, all common shares, Class A and Class B, shall be identical with each other in every respect.

ARTICLE V

The initial street address of the Corporation's registered office is 11380 Prosperity Farms Road, Suite 201, Palm Beach Gardens, FL 33410. The initial registered agent for the Corporation at that address is Andrew Helgesen.

ARTICLE VI

The initial board of directors shall consist of one member. The name and address of the person who will serve on the initial board of directors is:

Name  
Andrew Helgesen

Address  
11380 Prosperity Farms Road, Suite 201  
Palm Beach Gardens, FL 33410

ARTICLE VII

The name(s) and street address(es) of the person(s) signing these articles of incorporation is/are:

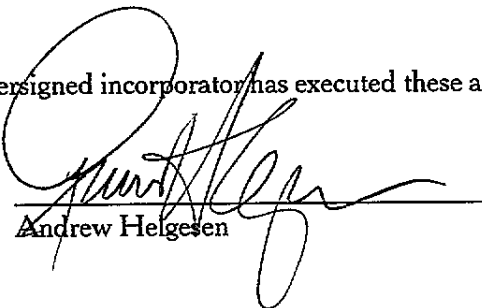
Name  
Andrew Helgesen

Address  
11380 Prosperity Farms Road, Suite 201  
Palm Beach Gardens, FL 33410

ARTICLE VIII

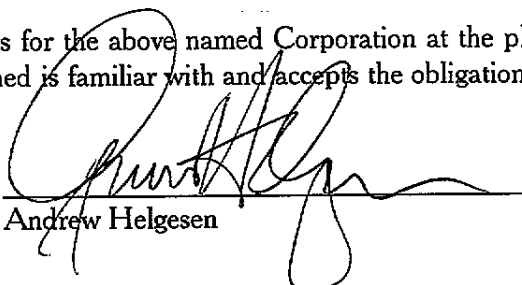
The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 29th day of June, 2000.

  
Andrew Helgesen

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above named Corporation at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. §607.0501(3).

  
Andrew Helgesen

Date: June 29, 2000

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