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Division of Corporations

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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : BROAD AND CASSEL (ORLANDO)
Account Number : I19980000090
Phone : (407) 839-4200
Fax Number : (407) 425-8377

FLORIDA PROFIT CORPORATION OR P.A.

Heritage GP 2001, Inc.

Certificate of Status	1
Certified Copy	1
Page Count	03
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ARTICLES OF INCORPORATION
OF
HERITAGE GP 2001, INC.

ARTICLE I - NAME

The name of this corporation is HERITAGE GP 2001, INC.

ARTICLE II - INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the initial principal place of business and mailing address of the corporation is 5505 North Atlantic Avenue, Suite 115, Cocoa Beach, FL 32931.

ARTICLE III - AUTHORIZED SHARES

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$.01 per share.

ARTICLE IV - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation is 390 North Orange Avenue, Suite 1100, Orlando, Florida 32801 and the initial registered agent of this corporation at that address is B&C Corporate Services of Central Florida, Inc.

ARTICLE V - INCORPORATOR

The name and address of the incorporator is as follows:

<u>Name</u>	<u>Address</u>
B&C Corporate Services of Central Florida, Inc.	390 North Orange Avenue Suite 1100 Orlando, Florida 32801

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ARTICLE VI - INITIAL BOARD OF DIRECTORS

The name and street address of the initial members of this corporation's initial Board of Directors are as follows:

Michael McPhillips	5505 North Atlantic Avenue, Suite 115 Cocoa Beach, FL 32931
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Attorney Name: Gene E. Crick, Jr., Esq.
 Broad and Cassel - Attorneys at Law
 390 North Orange Avenue, Suite 1100
 Orlando, Florida 32801
 Telephone (407) 839-4200
 Florida Bar No.: 0472258

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P. 03

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Jacqueline McPhillips

5505 North Atlantic Avenue, Suite 115

Cocoa Beach, FL 32931

James Kincaid

5505 North Atlantic Avenue, Suite 115

Cocoa Beach, FL 32931

Neal Harding

2509 Plantside Drive

Louisville, KY 40299

IN WITNESS WHEREOF, the undersigned does hereby execute this instrument this 6th
day of October, 2000.

Incorporator:

B&C Corporate Services of Central Florida, Inc.

By: 

Laurie L. Bergstresser, Vice President

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CERTIFICATE OF DESIGNATION
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 agent, in the State of Florida.

1. The name of the corporation is HERITAGE GP 2001, INC.
2. The name and address of the registered agent and office is:

B&C CORPORATE SERVICES OF CENTRAL FLORIDA, INC.
390 North Orange Avenue, Suite 1100
Orlando, Florida 32801

HERITAGE 2001 GP, INC.

By: B&C Corporate Services of Central Florida, Inc.

By: *Laurie L. Bergstresser*
Laurie L. Bergstresser, Vice President

Title: Incorporator

Dated this 6th day of October, 2000.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF ITS DUTIES, AND ACCEPTS THE DUTIES AND OBLIGATIONS OF ITS POSITION AS REGISTERED AGENT INCLUDING THOSE CONTAINED IN SECTION 607.0505, FLORIDA STATUTES.

B&C Corporate Services of Central Florida, Inc.

By: *Laurie L. Bergstresser*
Laurie L. Bergstresser, Vice President

Dated this 6th day of October, 2000.

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