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Selina Fahie
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Florida City, Florida, 33034
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Florida Department of State
Corporations Division
Post Office Box 6327
Tallahassee, Florida, 32301

FILED
02 MAY 24 AM 9:48
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA
200005609502-1
-05/24/02 -01018-007
*****78.75 *****78.75

Attention Division of Corporations:

Re: Articles of Incorporation For
Handz 'N' Heart Property Management, Inc (a corporation for profit)

Gentlemen:

Enclosed herein please find an original and one copy of properly executed Articles of Incorporation and Acceptance of Resident Agent for Handz 'N' Heart Property Management, Inc a for profit corporation, for filing. Also, enclosed is our check in the amount of \$78.75, made payable to Florida Secretary of State, to cover the filing fees.

Please forward the stamped copy of the Articles of Incorporation to the undersigned at the address set forth above. Thank you for your courteous cooperation.

Sincerely yours,


Selina Fahie

Enclosure:

Original and one copy of Articles of Incorporation
Check for Filing Fee Articles of Incorporation \$35.00
Resident Agent Fee \$35.00
Certified Copy Fee \$8.75

Articles of Incorporation
OF
Handz 'N' Heart Property Management, Inc

FILED
02 MAY 24 AM 9:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator to these Articles of Incorporation, being at least eighteen years of age, hereby forms a corporation for-profit under the Florida Business Corporation Code as follows:

ARTICLE I

Name and Address

The name of this Corporation is Handz 'N' Heart Property Management, Inc located at 864 S.W, 8TH Court, Florida City, Florida, 33034.

ARTICLE II

The purpose for which the corporation is formed is to do any and all of the following things, as fully and to the same extent as natural persons might or could do, in any part of the world.

- (A) To carry on all or any of the businesses, things, activities and/ or functions pertaining to and involving real estate property management, maintenance and title search.
- (B) To acquire by purchase, lease, or otherwise and to improve develop real property. To erect dwellings, apartments, houses and other buildings private or public of all kinds and to sell or rent the same. To lie out, roads, pave roads, streets, avenues, paths and walks. To buy, sell, mortgage, exchange/lease, let, hold for investment or otherwise, use and operate real estate of all kinds, improved and unimproved and any right or interest therein.
- (C) To lend money on any terms that may be thought fit and to give any guarantees that may be deemed expedient.
- (D) To act as managing agents for other bodies or persons, whether corporate or not, to conduct enterprises and manage ventures of all types on their behalf, to receive management, consultants and liaison commissions fees from such bodies in all parts of the world.
- (E) To carry on any other business which may seem to the corporation capable of being conveniently carried on in this connection with any business of the corporation or calculated directly or indirectly to enhance the value of or render more profitable any of the corporation's property or assets.
- (F) To do business under fictitious names; to become a member of joint ventures, associations, general and limited partnerships, trust and any other forms of business by purchase, investment, affiliation, or otherwise.
- (G) To engage in any lawful act activity for which corporations may organize under the general corporation laws of the State of Florida.
- (H) To do all and everything necessary, suitable and proper for the accomplishment of any of the purpose or attainment of any of the objects or the exercise of any of the powers set forth,

whether alone or in connection with other firms, individuals, associations, or corporations in the State of Florida and the United States of America and in foreign countries, and to do any other acts of things incidental or appurtenant to and growing out of or connected with the said business purposes, objects, and powers or any part thereof not inconsistent with the laws of the State of Florida, and to exercise any and all powers now or thereafter conferred by law on business corporations whether expressly enumerated herein or not.

- The foregoing clauses shall be construed both as purposes and powers, and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict powers specified in the article shall not be limited or restricted by reference to the terms of any other subdivision or of any other article of these Articles of Incorporation.

ARTICLE III

Capital Stock

This Corporation is authorized to issue 10,000,000 shares of \$.05 par value common stock, which shall be designated Common Shares. Each share of stock shall have identical rights and privileges and the transfer of such stock shall be restricted as provided in the by laws of the Corporation.

ARTICLE IV

The number of directors of the corporation shall be such number, not fewer than three, as may from time to time be fixed by the by-laws of the corporation.

The names and places of residence of the directors of the corporation are:

<u>Name</u>	<u>Address</u>
Dereck Fahie	P.O. Box 15844, West Palm Beach, Florida, 33416
Laban Fahie	P.O. Box 15844, West Palm Beach, Florida, 33416
Beverly Fahie	P.O. Box 15844, West Palm Beach, Florida, 33416

ARTICLE V

The name and address of the person signing these Articles and serving as the incorporators:

<u>Name</u>	<u>Address</u>
Selina Fahie	P.O. Box 343760, Florida City Florida, Florida, 33034
Marsel Fahie	P.O. Box 343760, Florida City Florida, Florida, 33034

ARTICLE VI

The duration of the existence of the corporation shall be perpetual.

ARTICLE VII

The board of director is authorized from time to time to make and adopt by-laws, subject to the right of the majority of the stockholders to amend, repeal, alter or modify such by-laws at any regular meeting called for that purpose.

ARTICLE VIII

Initial Registered Office and Agent

The street address and county of the Corporation's initial registered office and the name of the initial registered agent is as follows:

The street address of the initial registered office of this Corporation is 864 S.W, 8TH Court, Florida City, Florida, 33034.

The name of its initial registered agent of the Corporation is SELINA FAHIE.

The Corporation's initial registered office is located in the County of Miami-Dade and the City of Florida City.

Article IX

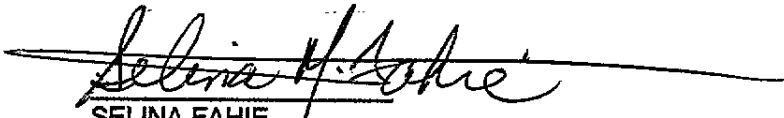
Indemnification

The corporation shall indemnify any and all persons who may serve or who have served at any time as directors or officers, or who at the request of the board of directors of the corporation may serve or at any time have served as directors or officers of another corporation in which the corporation at such time owned or may own shares or stock or which it was or may be a creditor, and their respective heirs, administrators, successors and assigns, against any and all expenses, including amounts paid in settlements, (before or after suit is commenced actually and necessarily incurred by such persons in connection with the defense or settlement of any claim, action, suit or preceding in which they, or any of them are made parties, or a party, or which may be asserted against them or any of them, by reason of being of having been directors or officers or a director of officer of the corporation, or of such other corporation, except in relation to matters as to which any such director or officer or person shall be adjudged in any action or misconduct in the performance of his duty. A director of this Corporation shall

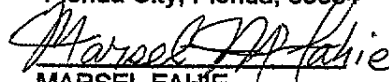
not be liable to the Corporation or its shareholders for monetary damages due to a breach of fiduciary duty, unless the breach is a result of self-dealing, intentional misconduct, or illegal actions.

Such indemnification shall be entitled under law, by-law, agreement, and vote of stockholders or otherwise.

IN WITNESS WHEREOF, we the undersigned execute these Articles of Incorporation, this 24TH day of MAY 2002 and hereby affirms that the statements made above are true and correct.



SELINA FAHIE
PO Box 343760
Florida City, Florida, 33034



MARSEL FAHIE
PO Box 343760
Florida City, Florida, 33034

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within Corporation, at the place designated herein, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Selina Fahie

Dated this 24th day of May 2002.

FILED
9:16 AM
MAY 24
CLERK OF STATE
TALLAHASSEE, FLORIDA