

HERITAGE ORIGINAL CARVINGS, INC.

37 Seagrape Street, Homosassa, FL 34446

JUL 9, 2002

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*****70.00 *****70.00

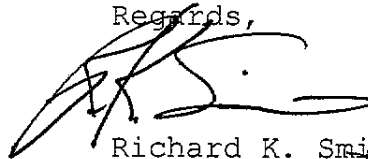
Florida Secretary of State
Division of Corporation Fees
P. O. Box 6327
Tallahassee, Florida 32314

Gentlemen:

We are enclosing Articles of Incorporation for Heritage Original Carvings, Inc., along with a check for \$70 payable to the Secretary of State.

Thank you for your attention to this matter.

Regards,



Richard K. Smith
President

RKS:jah

Enclosures

FILED
02 JUL 11 AM 10:52
SECRETARY OF STATE
TALLAHASSEE FLORIDA



ARTICLES OF INCORPORATION
OF
HERITAGE ORIGINAL CARVINGS, INC.

FILED
02 JUL 11 AM 10:52
TALLAHASSEE FLORIDA
SECRETARY OF STATE

The undersigned incorporator, for the purpose of forming a non-profit corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation.

ARTICLE I. NAME.

The name of the non-profit corporation shall be Heritage Original Carvings, Inc.

ARTICLE II. PRINCIPAL OFFICE & MAILING ADDRESS.

The principal place of business of this corporation shall be: 37 Seagrape Street, Homosassa, Florida 34446. The mailing address of this corporation shall be: 37 Seagrape Street, Homosassa, Florida 34446.

ARTICLE III. PURPOSE

This non-profit corporation was organized to conduct all business deemed proper and necessary for the production and sale of carvings.

ARTICLE IV. CAPITAL STOCK.

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares, each share having a par value of \$1.00.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT.

The address of the initial registered office of this corporation is: 37 Seagrape Street, Homosassa, Florida 34446., and the name of the initial registered agent of this corporation at the address is: Richard K. Smith.

ARTICLE VI. INITIAL BOARD OF DIRECTORS.

This corporation shall have one (1) director(s) initially. The number of directors may be increased or decreased from time to time by the By-Laws, but there shall always be at least one director. The name and address of the initial directors of this corporation are:

NAME

ADDRESS

Richard K. Smith


37 Seagrape Street
Homosassa, Florida 34446

ARTICLE VII. INCORPORATOR.

The name and address of the person signing these Articles of Incorporation is:

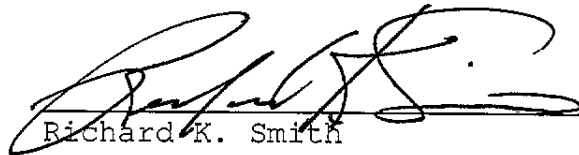
Richard K. Smith
37 Seagrape Street
Homosassa, Florida 34446

The undersigned has executed these Articles of Incorporation this 9th day of July, 2002.


Richard K. Smith

ACCEPTANCE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this statement, 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.


Richard K. Smith

Date: July 9, 2002

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SECRETARY OF STATE
TALLAHASSEE FLORIDA