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

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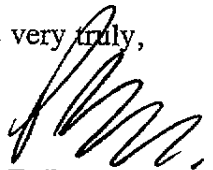
RE: **AMERICAN HERITAGE DEVELOPMENT GROUP, INC.**
Our File No.: A371-18567

Dear Sir or Madam:

Enclosed please find an original and a copy of the Articles of Incorporation for AMERICAN HERITAGE DEVELOPMENT GROUP, INC. Please file the Articles and return a certified copy of the Articles and a Charter to my office.

I have also enclosed a check in the amount of \$78.75, representing your fee and a self-addressed, stamped envelope. If you should have questions or concerns, please call me.

Yours very truly,


Philip F. Bonus

PFB/dap
Enclosure

FILED
SEP 23 PM 1:35
SECRETARY OF STATE
TALLAHASSEE FLORIDA

9/26

**ARTICLES OF INCORPORATION
OF
AMERICAN HERITAGE DEVELOPMENT GROUP, INC.**

FILED
02 SEP 23 PM 1:35
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, acting as Incorporators pursuant to Chapter 607 of the Florida Statutes, adopt the following Articles of Incorporation.

ARTICLE I. NAME

The name of this Corporation is **AMERICAN HERITAGE DEVELOPMENT GROUP, INC.**

ARTICLE II. DURATION

The period of its duration is perpetual, beginning from the date these Articles are filed with the State of Florida, Secretary of State.

ARTICLE III. PURPOSE

The general purpose of the business to be transacted by this Corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida, and to effectuate such purposes it may act in any capacity including as an agent or attorney-in-fact for any person or entity.

ARTICLE IV. CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of common stock, all of one class, with stated par value of \$1.00 per share, which will all be designated "common shares".

ARTICLE V. PREEMPTIVE RIGHTS

A. Each of the shareholders agrees not to sell, transfer, pledge, assign or otherwise in any way dispose of his or her shares unless and until he or she shall have offered to sell his or her shares to the other shareholders at a fair and reasonable price.

B. All additional shares of common stock issued by the Corporation will be subject to the same restrictions regarding transferability as the initial stock.

C. The holders of common shares will be entitled to purchase newly issued stock proportionate to their respective holdings prior to the stock being offered to outside subscribers.

ARTICLE VI. INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS OF CORPORATION

The street address of the initial principal office of this Corporation is 5821 Medinah Way, Orlando, Florida 32819.

The initial mailing address of this Corporation is P.O. Box 673, Windermere, Florida 34786.

ARTICLE VII. INITIAL REGISTERED AGENT OF CORPORATION AND ADDRESS OF REGISTERED AGENT

The name of the initial registered agent of this Corporation is ROBERT J. MARIANO, and the address of this initial Registered Agent is 5821 Medinah Way, Orlando, Florida 32819.

ARTICLE VIII. INITIAL BOARD OF DIRECTORS

This Corporation will have two (2) directors initially. The number of directors may either be increased or diminished from time to time by the Bylaws but will never be less than one (1). The names and addresses of the initial directors of this Corporation are:

Robert J. Mariano
5821 Medinah Way
Orlando, Florida 32819

Michael Haas
1146 Harbor Hill Street
Winter Garden, Florida 34787

ARTICLE IX. INCORPORATOR

The names and addresses of the persons signing these Articles as Incorporator are:

Robert J. Mariano
5821 Medinah Way
Orlando, Florida 32819

Michael Haas
1146 Harbor Hill Street
Winter Garden, Florida 34787

ARTICLE X. BYLAWS

The power to adopt, alter, amend or repeal Bylaws will be vested in the Shareholders.

ARTICLE XI. MANAGEMENT BY SHAREHOLDERS

All corporate powers will be exercised by or under the authority of the Shareholders, and the business affairs of this Corporation will be managed under the direction of the Shareholders of this Corporation.

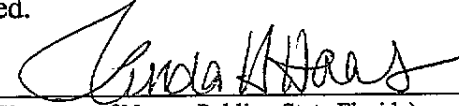
DATED: September 4, 2002.


ROBERT J. MARIANO, Incorporator


MICHAEL HAAS, Incorporator

STATE OF FLORIDA
COUNTY OF Orange

The foregoing instrument was acknowledged before me this 10 day of September, 2002 by ROBERT J. MARIANO, who is described as Incorporator, and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to such Articles of Incorporation for the purposes therein described.


(Signature of Notary Public - State Florida)

Linda A Haas
(Print, Type, or Stamp Commissioned Name of Notary Public)

Personally Known X OR Produced Identification _____

Type of Identification Produced _____
STATE OF FLORIDA
COUNTY OF Orange



The foregoing instrument was acknowledged before me this 12 day of September, 2002 by MICHAEL HAAS, who is described as Incorporator, and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to such Articles of Incorporation for the purposes therein described.



Kristin Dalton
(Signature of Notary Public, State Florida)
Kristin Dalton
(Print, Type, or Stamp Commissioned Name of Notary Public)

Personally Known X OR Produced Identification _____

Type of Identification Produced _____

ACCEPTANCE OF DUTIES OF REGISTERED AGENT

I HEREBY ACCEPT the designation, duties, and responsibilities as REGISTERED AGENT of AMERICAN HERITAGE DEVELOPMENT GROUP, INC., and agree to comply with all provisions of the Florida Statutes, and/or any other applicable laws related thereto.

Robert J. Mariano
ROBERT J. MARIANO
Registered Agent

STATE OF FLORIDA
COUNTY OF Orange

The foregoing instrument was acknowledged before me this 10 day of September, 2002, by ROBERT J. MARIANO, described as the REGISTERED AGENT for AMERICAN HERITAGE DEVELOPMENT GROUP, INC., and who executed the foregoing designation as REGISTERED AGENT for the purposes therein expressed.

Linda A Haas
(Signature of Notary Public - State Florida)
Linda A Haas
(Print, Type, or Stamp Commissioned Name of Notary Public)

Personally Known X OR Produced Identification _____

Type of Identification Produced _____

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