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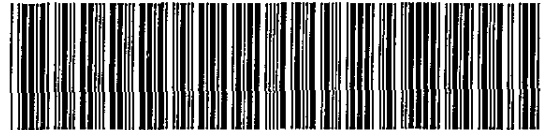
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03 APR 28 PM 12:05  
SECRET  
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303-10255  
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FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

April 10, 2003

CLIFTON A. MCCLELLAND, JR.  
ONE HARBOR PLACE  
1901 SOUTH HARBOUR CITY BLVD. SUITE 500  
MELBOURNE, FL 32901-4770

SUBJECT: THE HERITAGE COMPANY, INC.  
Ref. Number: W03000010255

We have received your document for THE HERITAGE COMPANY, INC. and your check(s) totaling \$210.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6965.

Shannon Elliott  
Document Specialist  
New Filings Section

Letter Number: 703A00021535

ARTICLES OF INCORPORATION  
OF  
HERITAGE SYNERGIES, INC.

03 APR 28 PM 12  
SECRET  
FALL 1964

The undersigned subscriber to these Articles of Incorporation being a natural person competent to contract, does hereby form a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation is HERITAGE SYNERGIES, INC.

ARTICLE II

The nature of the business of this corporation is any and all lawful business which a corporation is permitted to conduct in the State of Florida.

ARTICLE III

The capital stock of this corporation shall be 1,500,000 shares of \$0.01 par value common stock.

All of said stock shall be payable in cash, or property other than stock or securities in lieu of cash, at a just valuation to be determined by the stockholders of this corporation.

ARTICLE IV

The amount of capital with which this corporation will begin business is Five Hundred Dollars (\$500.00).

ARTICLE V

This corporation shall exist perpetually.

#### ARTICLE VI

The initial registered agent and registered office of this corporation in the State of Florida is: William R. Tolley, 1600 W. Eau Gallie Boulevard, Suite 201, Melbourne, FL 32935. The stockholders may from time to time move the principal office to any other address in Florida. The principal office of the corporation is 1600 W. Eau Gallie Boulevard, Suite 201, Melbourne, FL 32935. The above is also the mailing address.

#### ARTICLE VII

This corporation shall have six (6) directors initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one. The names and addresses of the initial directors of this corporation are:

<u>Name</u>	<u>Address</u>
James D. Carraway	745 Puest Del Sol Indialantic, FL 32903
Maxwell King	1384 Walton Heath Court Rockledge, FL 32955
Thomas J. Sanders, Sr.	331 Seabreeze Drive Indialantic, FL 32903
Nancy L. Wardron	170 Seaview Street Melbourne Beach, FL 32934
William R. Tolley	4250 Pinewood Road Melbourne, FL 32934
Jessie J. Carraway	4308 Wildwood Drive Ayden, NC 28513

#### ARTICLE VIII

The name and address of the person signing these Articles is:  
William R. Tolley.

#### ARTICLE IX

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

#### ARTICLE X

Special meetings of the shareholders may be called by the Board of Directors.

#### ARTICLE XI

Fifty-one percent (51%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of the shareholders.

If a quorum is present, the affirmative vote of fifty-one percent (51%) of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

#### ARTICLE XII

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

#### ARTICLE XIII

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all of the stockholders sign a written statement

manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XIV

Every stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

IN WITNESS WHEREOF, the undersigned, being the original subscriber to the capital stock hereinabove named, for the purpose of forming a corporation to do business in the State of Florida, under the laws of Florida, does make and files these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto sets his hand and seal this 23~~rd~~ day of April, 2003.

  
William R. Tolley

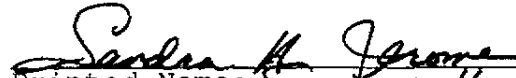
STATE OF FLORIDA       )  
                                  ) SS  
COUNTY OF BREVARD    )

The foregoing instrument was acknowledged before me this 23 day of April, 2003, by William R. Tolley, who (X) is personally known to me or (\_\_\_) who has produced \_\_\_\_\_ as identification and who (X) did/(\_\_\_) did not take an oath.

WITNESS my hand and official seal this 23 day of April,  
2003.



Sandra H Jerome  
My Commission DD088842  
Expires April 10, 2006

  
Printed Name: Sandra H. Jerome  
Commission Number: DD088842  
My Commission Expires: April 10, 2006

**STATEMENT OF DESIGNATION AND ACCEPTANCE  
OF INITIAL REGISTERED AGENT AND REGISTERED OFFICE  
HERITAGE SYNERGIES, INC.**

03 APR 23 PM 12:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Florida Statutes, Sections 48.091 and 607.034(3), the undersigned, as President of HERITAGE SYNERGIES, INC., hereby files this statement of the designation and acceptance of the initial registered agent of the corporation.

The street address of the initial registered office of this corporation is 1600 W. Eau Gallie Boulevard, Suite 201, Melbourne, FL 32935, and the name of the initial registered agent of this corporation at that address is William R. Tolley.


Dated this 25<sup>th</sup> day of April, 2003.

  
James D. Carraway, President

**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

I hereby accept appointment as the registered agent of HERITAGE SYNERGIES, INC., at the initial registered office of the corporation at 1600 W. Eau Gallie Boulevard, Suite 201, Melbourne, FL 32935.

Dated this 23rd day of April, 2003.

  
William R. Tolley