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TALLAHASSEE, FLORIDA
03 NOV 24 PM 2:42

MUENCH & LUCA, P.A.

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Wm. Bruce Muench, Esquire
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Jonathan J. Luca, Esquire
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November 19, 2003

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

Re: **HEARTWARMING WOODWORKS, INC.**

Dear Department:

Enclosed please find an original and two (2) copies of the Articles of Incorporation for the above corporation and my Trust check in the amount of \$78.75.

Please file these Articles and provide a certified copy of same to me at the address shown above.

Thank you for your attention to this matter.

Sincerely yours,


Wm. Bruce Muench, Esquire

WBM/rhm
Enclosures (4)

ARTICLES OF INCORPORATION
OF
HEARTWARMING WOODWORKS, INC.

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TALLAHASSEE, FLORIDA
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The undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, hereby forms a corporation for profit under Chapter 607 of the Florida Statutes, as amended.

ARTICLE I - NAME

The name of this corporation shall be:

HEARTWARMING WOODWORKS, INC.

ARTICLE II - INITIAL PRINCIPAL OFFICE

The initial principal office of the corporation is:

5759 J B Hines Road
Macclenny, FL 32063

ARTICLE III - DURATION

The corporation is to commence its corporate existence on the date of filing by the Secretary of State of Florida. This corporation shall exist perpetually.

ARTICLE IV - PURPOSE

This corporation is organized for the following purpose:

To create wooden sculptures for sale, and for the transaction of any and all lawful business for which corporations may be incorporated, including but not limited to those powers enumerated in Florida Statutes, Section 607.0302, et. seq., as amended, and the doing of all lawful things related thereto.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue one class of shares, which shall be called common shares. Common shares shall have unlimited voting rights and shall be entitled to receive the net assets of the corporation upon dissolution. The corporation is authorized to issue Seven Thousand, Five Hundred (7,500.00) common shares of One and No/100 Dollars (\$1.00) par value per share.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of the corporation is 5759 J B Hines Road, Macclenny, FL 32063, and the name of its initial registered Agent at that address is Robert Cumpston.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time but shall never be fewer than one (1).

The name and address of the initial director are:

Robert Cumpston
5759 J B Hines Road
Macclenny, FL 32063

ARTICLE VIII - INCORPORATOR

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


Robert Cumpston
5759 J B Hines Road
Macclenny, FL 32063

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 14th day of November, 2003.


ROBERT CUMPSTON

**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.


ROBERT CUMPSTON
Date: November 15, 2003

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TALLAHASSEE, FLORIDA
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