

7/8/2004 4:51 PM FROM: Fax Florida Incorporators, Inc. TO: 18502050381 PAGE: 001 OF 008
Division of Corporations

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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : FLORIDA INCORPORATORS, INC.
Account Number : 075350000473
Phone : (305) 379-7907
Fax Number : (305) 402-3141

FLORIDA PROFIT CORPORATION OR P.A.

Heads Up Inc.

Certificate of Status	0
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Articles Of Incorporation

Of

Heads Up Inc.

THE UNDERSIGNED, ACTING AS INCORPORATOR OF A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT, ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION:

FIRST: The name of the corporation is Heads Up Inc.

SECOND: The period of its duration is perpetual.

THIRD: The date and time of the commencement of the corporate existence shall be the date of the filing of these Articles by the Department of State.

FOURTH: The purpose or purposes for which the corporation is organized is to engage in the transaction of any or all lawful business for which the corporation may be incorporated under the provisions of the Florida Business Corporation Act.

FLORIDA INCORPORATORS, INC.
8875 Hidden River Pkwy, Ste 300 1
Tampa, FL 33637
(813) 632-7882

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FIFTH: The aggregate number of shares which the corporation shall have authority to issue is ONE THOUSAND (1,000) SHARES of capital stock, \$1.00 par value each.

SIXTH: The number of directors constituting the initial Board of Directors of the corporation is ONE (1) and the name and address of the person who is to serve as director until the first annual meeting of shareholders or until his successor is elected and qualified is:

Pearl Levitt
3400 NE 192 Street, No. 708
AVENTURA, FL 33180

SEVENTH: The name and address of the incorporator is:

Pearl Levitt
3400 NE 192 Street, No. 708
AVENTURA, FL 33180

EIGHTH: The name and address of the initial registered agent and the initial registered office is:

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Pearl Levitt

3400 NE 192 Street, No. 708

AVENTURA, FL 33180


**NINTH: The mailing address and principal office of
the corporation is:**

Heads Up Inc.

3400 NE 192 Street, No. 708

AVENTURA, FL 33180

DATED: July 8, 2004



Pearl Levitt
Incorporator

ACCEPTANCE OF REGISTERED AGENT

**I hereby am familiar with and accept the duties and
responsibilities as registered agent of the corporation.**



Pearl Levitt

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