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FLORIDA PROFIT CORPORATION OR P.A.
HERINGER REALTY AND INVESTMENT PROPERTIES, INC.

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

September 23, 2004

FAS-T

SUBJECT: HERINGER REALTY AND INVESTMENT PROPERTIES, INC.
REF: W04000035357

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ARTICLES OF INCORPORATION
For
HERINGER REALTY AND INVESTMENT PROPERTIES, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation: associate

ARTICLE I: NAME

The name of the Corporation is Heringer Realty and Investment Properties, Inc. Principal place of business is 119 NE 2nd Avenue, Deerfield Beach, FL 33441.

ARTICLE II: DURATION

The existence of the Corporation shall commence with the filing of these Articles. The duration of the Corporation is perpetual.

ARTICLE III: PURPOSE

The Corporation may engage in any activities or business permitted under the laws of the United States and the State of Florida. The purpose is to be a Consultant.

ARTICLE IV: SUBCHAPTER S CORPORATION

The corporation elects to be organized as a Subchapter S Corporation in accordance with Internal Revenue Service designation.

ARTICLE V: CAPITAL STOCK

The total number of shares of capital stock authorized by the Corporation will be One hundred (100) shares having a par value of one dollar (\$1) per share. Each of the said shares of stock will entitle the holder thereof to one (1) vote at any meeting of the stockholders.

ARTICLE VI: INITIAL REGISTERED OFFICE AND AGENT

The initial registered agent and office of the Corporation will be MADALEN HERINGER, 119 NE 2nd Avenue, Deerfield Beach, FL 33441 from time to time the Corporation may move the principal office to any other address.

ARTICLE VII: INITIAL BOARD OF DIRECTORS

The Corporation will have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws. The name and address of the person who is to serve as a member of the initial Board of Directors is:

MADALEN HERINGER
119 NE 2nd Avenue
Deerfield Beach, FL 33441
President

ARTICLE VIII: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is MADALEN HERINGER, 119 NE 2nd Avenue, Deerfield Beach, FL 33441.

ARTICLE IX: AMENDMENTS

The corporation reserves the right to amend or repeal any provisions of these Articles of Incorporation, or any amendments(s) hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this __22st__ day of September 2004.


INCORPORATOR

CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:
Heringer Realty and Investment Properties, Inc. is desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation has named MADALEN HERINGER as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named as registered agent of process for the above corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of said Act.


REGISTERED AGENT

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