

Florida Department of State  
Division of Corporations  
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To: Division of Corporations  
Fax Number : (850) 205-0381

From: Account Name : ACE INDUSTRIES, INC.  
Account Number : 070744001530  
Phone : (305) 358-2571  
Fax Number : (305) 358-7832

2005 FEB 10 AM 8:39  
TALLAHASSEE FLORIDA

**FLORIDA PROFIT CORPORATION OR P.A.**

**HEYWOOD (USA), INC.**

Certificate of Status	0
Certified Copy	1
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Estimated Charge	\$78.75

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2/11/05

H05-34750

Articles of Incorporation of:  
**HEYWOOD (USA), INC**

2005 FEB 10 AM 8:39

STATE OF FLORIDA  
TALLAHASSEE FLORIDA

Article I Name:  
**HEYWOOD (USA), INC**

Article II Principal Office:  
**340 5TH AVENUE SOUTH  
NAPLES, FL 34102**

Article III Capital Stock:  
The Corporation is authorized to have 7,500 shares of common stock with par value of \$1.00 (one dollar) each

Article IV Terms of Existence:  
The term for which the corporation shall exist shall be perpetual, commencing on the filing of these Articles with the Secretary of State, State of Florida.

Article V Nature of business:  
This corporation is organized for the purpose of engaging in and transacting any or all lawful business permitted under the laws of the State of Florida or any other State of the United States.

Article VI Name & Address of Incorporator (s)  
**ALISON HEYWOOD  
340 5TH AVENUE SOUTH  
NAPLES, FL 34102**

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Article VII Initial Board of Directors:

This corporation shall have two (2) Directors initially. The number of Directors may be increased or decreased from time to time, by amendment to the Bylaws, but in no event shall the number of Directors be reduced below one (1). The names and addresses of the two initial Directors of this corporation are:

ALISON HEYWOOD and SIMON HEYWOOD  
340 5TH AVENUE SOUTH  
NAPLES, FL 34102

The undersigned have executed these articles of incorporation this:

17 OF JANUARY 2005

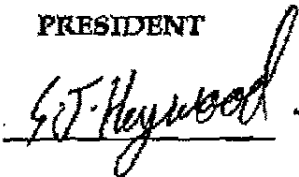
Signature:



Name: ALISON HEYWOOD

Title: PRESIDENT

Signature:



Name: SIMON HEYWOOD

Title: VICE-PRESIDENT

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Certificate of Designation Registered Agent/Registered Office

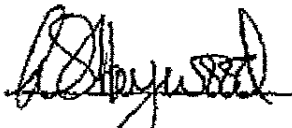
The name of the Corporation is:

HEYWOOD (USA), INC

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

ALISON HEYWOOD  
340 5<sup>TH</sup> AVENUE SOUTH  
NAPLES, FL 34102

Signature:



Name:

ALISON HEYWOOD

Title:

PRESIDENT

Date:

17 OF JANUARY 2005

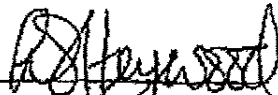
2005 FEB 10 AM 8:39  
CALL APAS SEE FLORIDA

Acceptance of appointment as  
Registered Agent for

HEYWOOD (USA), INC

Having been named to accept service of process for the above stated corporation, at the place designated in the corporation's Articles of Incorporation, I 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.

Signature:



Name:

ALISON HEYWOOD

Title:

PRESIDENT

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