

P01000004913

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

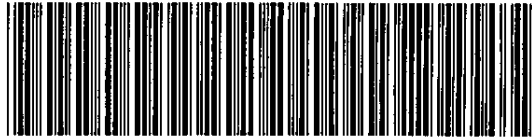
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only

2555
W000 49470



400081533514

11/09/06--01030--027 **78.75

FILED
07 JAN 11 AM 9:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Jan 1/12/07

October 31, 2006

FILED
07 JAN 11 AM 9:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

To whom it may concern,

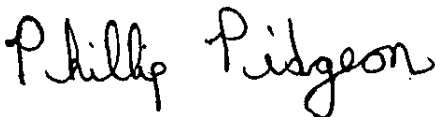
Please find enclosed Articles of incorporation for Chrome Hearts Properties, Incorporated along with a check for \$78.75 for filing and certified copy fee. Please process and send copies to the address listed below.

Chrome Hearts Properties, Incorporated
Attn. Donald Dean
400 Alton Road #2407
Miami Beach, FL 33139

Should you have questions or if anything is out of order please contact the undersigned.

Mr. Phillip Pidgeon – CPA
532 Baywood Drive North
Dunedin, Florida 34698
(727) 734-0942

Thank You,



Phillip Pidgeon



FLORIDA DEPARTMENT OF STATE
Division of Corporations

FILED
07 JAN 11 AM 9:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

November 13, 2006

CHROME HEARTS PROPERTIES INCORPORATED
ATTN: DONALD DEAN
400 ALTON ROAD #2407
MIAMI BEACH, FL 33139

SUBJECT: CHROME HEARTS PROPERTIES, INCORPORATED
Ref. Number: W06000049476

We have received your document for CHROME HEARTS PROPERTIES, INCORPORATED and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and street address must be consistent wherever it appears in your document.

Please delete all social security numbers.,

An effective date may be added to the Articles of Incorporation **if a 2007 date is needed**, otherwise the date of receipt will be the file date. **A separate article must be added to the Articles of Incorporation for the effective date.**

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) 245-6973.

Claretha Golden
Document Specialist
New Filing Section

Letter Number: 006A00066385

EFFECTIVE DATE

01/15/07

Articles of Incorporation
Of
Chrome Hearts Properties, Incorporated

FILED

07 JAN 11 AM 8:12

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby adopt these Articles of Incorporation and form a for profit corporation (the "Corporation") under the laws of the State of Florida, as follows:

ARTICLE I
CORPORATION'S NAME AND ADDRESS

The name of the Corporation is Chrome Hearts Properties, Incorporated. The principal mailing address of the Corporation is 400 Alton Road #2407 Miami Beach, FL 33139.

ARTICLE II
TERM OF EXISTENCE

The corporate existence of the Corporation shall commence January 15, 2007 as provided by Section 607.0203(1), Florida Statutes and the Corporation shall have perpetual existence thereafter.

ARTICLE III
NATURE OF BUSINESS

The Corporation is organized for the purpose of engaging in any and all lawful businesses.

ARTICLE IV
POWERS

The Corporation shall have power to:

- (a) have perpetual succession by its corporate name;
- (b) sue and be sued, complain, and defend in its corporate name in all actions or proceedings;
- (c) have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;
- (d) purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated;
- (e) sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;
- (f) lend money to and use its credit to assist its officers and employees to the full extent permitted by law;
- (g) purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or any other government state, territory, governmental district, or municipality or of any instrumentality thereof;
- (h) make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the Corporation may determine, issues its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property franchises, and income;
- (i) lend money for its corporate purposes, invest and reinvent its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested;

ARTICLE IV (continued)
POWERS

- (J) conduct its business, carry on its operations, and have offices and exercise the powers granted by the Florida General Corporation Act within or without the State of Florida;
- (k) elect or appoint officers and agents for the Corporation including public servants, teachers, administrative personnel and other persons and define their duties and fix their compensation;
- (l) make and alter bylaws, not inconsistent with these Articles of Incorporation and the laws of the State of Florida, for the administration and regulation of the affairs of the Corporation;
- (m) make donations for the public welfare or for charitable, scientific or educational purposes;
- (n) transact any lawful business, which the Board of Directors of the Corporation shall find will be in aid of governmental policy;
- (o) pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, health plans medical plans, dental plans, insurance plans and other incentive or benefit plans for any or all of its directors, officers, and employees and for any or all of the directors, officers and employees and for any or all of the directors, officers, and employees or any subsidiaries it may have;
- (p) be a promoter, incorporator, general or limited partner, member, associate, or manager of any corporation, partnership, joint venture, trust or other enterprise; and
- (q) have and exercise all powers necessary or convenient to effect its purpose.

ARTICLE V
CAPITAL STOCK

The Corporation is authorized to issue a maximum of 1000 shares of common stock, par value of one dollar (\$1.00) to be outstanding at any on time, This stock is hereby designated as Section 1244 stock.

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of the Corporation is 400 Alton Road #2407 Miami Beach, FL 33139 and the initial registered agent of the Corporation at such office shall be Donald S. Dean, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE VII
DIRECTORS

The Corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by the bylaws of the Corporation, provided that the Corporation shall always have at least one (1) by no more than eight (08) directors. The names and addresses of the initial directors of the Corporation, who shall serve until his/her/their successors are duly elected and qualified, are.

Name	Address
Donald S. Dean	400 Alton Road #2407 Miami Beach, FL 33139

ARTICLE VIII
INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are:

Name	Address
Donald S. Dean	400 Alton Road #2407 Miami Beach, FL 33139

ARTICLE IX
BY LAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Corporation's Stockholders.

ARTICLE X
INDEMNIFICATION

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

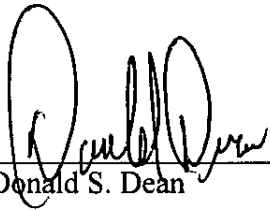
ARTICLE XI
PRE-EMPTIVE RIGHTS

Each shareholder of the Corporation shall have the first right to purchase shares (and any securities convertible into such shares) of any class, kind or series of the Corporation's capital stock that may from time to time be issued, whether or not presently authorized, including treasury shares, in the ratio that the number of shares such shareholder holds at the time of issuance bears to the total number of shares then outstanding, exclusive of treasury shares. Any shareholder's preemptive rights shall be waived if such shareholder does not exercise his or her preemptive rights by tendering full payment to the Corporation within thirty (30) days of receipt of written notice from the Corporation stating the prices, terms and conditions for the sale of such shares or waive his or her pre-emptive rights by affirmative written notice of waiver within thirty (30) days of receipt of notice of the Corporation's issuance of shares.

ARTICLE XII
AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law.

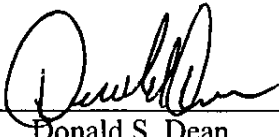
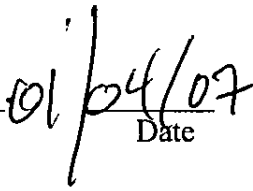
IN WITNESS WHEREOF, the undersigned incorporators have executed these
Articles of Incorporation this ^{DD.} 0-4-07 day of ^{DD.} JANUARY, 2007



Donald S. Dean

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for Chrome Hearts Properties, Incorporated @ 400 Alton Road #2407 Miami Beach, FL 33139, I hereby agree to act in the capacity, and I further agree to comply with the provisions of all statues relating to the proper and complete performance of my duties.


Donald S. Dean

Date

FILED
07 JAN 11 AM 9:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA