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**FLORIDA PROFIT/NON PROFIT CORPORATION
Heartfelt Companies of Florida, Inc.**

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**ARTICLES OF INCORPORATION
OF
HEARTFELT COMPANIES OF FLORIDA, INC.**

The undersigned incorporator hereby executes these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I

Name

The name of this corporation shall be: **HEARTFELT COMPANIES OF FLORIDA, INC.**

ARTICLE II

Principal Office and Mailing Address

The address of the principal office and the mailing address of this corporation shall be:

PRINCIPAL OFFICE	MAILING ADDRESS
2817 La Concha Drive Clearwater, Florida 33762	2817 La Concha Drive Clearwater, Florida 33762

ARTICLE III

Purposes and Duration

The general purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Business Corporation Act of the State of Florida, and any amendments thereto, and in connection therewith, this corporation shall have and may exercise any and all powers conferred from time to time by law upon corporations formed under such Act. This corporation shall have perpetual existence.

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ARTICLE IV**Capital Stock**

The Corporation is authorized to issue 10,000 shares of one dollar par value common stock, which shall be designated Common Stock.

ARTICLE V**Initial Board of Directors**

The initial Board of Directors of this corporation shall consist of two (2) members, such members to hold office until their successors have been duly elected and qualified. The name and street address of the initial directors are:

Name**Address**

Craig R. Miller

2817 La Concha Drive
Clearwater, Florida 33762

Joyce C. Miller

2817 La Concha Drive
Clearwater, Florida 33762**ARTICLE VI****Registered Office and Registered Agent**

The initial registered office of this corporation shall be located at 6987 East Fowler Avenue, Tampa, Florida 33617 and the initial registered agent of this corporation at such office shall be Temple H. Drummond, Esq. This corporation shall have the right to change such registered agent and such registered office from time to time, as provided by law.

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ARTICLE VII**Incorporator**

The name and street address of the incorporator making these Articles of Incorporation are:

Name**Address**

Temple H. Drummond, Esq.

6987 East Fowler Avenue
Tampa, Florida 33617**ARTICLE VIII****By-Laws**

The power to adopt the by-laws of this corporation, to alter, amend or repeal the by-laws, or to adopt new by-laws, shall be vested in the Board of Directors of this corporation.

ARTICLE IX**Amendment of Articles of Incorporation**

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation for the uses and purposes therein stated.

DATED January 25, 2010



TEMPLE H. DRUMMOND, ESQ., Incorporator


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HEARTFELT COMPANIES OF FLORIDA, INC.**ACCEPTANCE OF SERVICE AS REGISTERED AGENT**

The undersigned, TEMPLE H. DRUMMOND, ESQ. having been named as registered agent to accept service of process for the above-named corporation at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of such position.

DATED January 25, 2010



TEMPLE H. DRUMMOND, ESQ., Registered Agent

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