CUSPORATION INFORMAT SERVICES, INC. 5000020066 120 HAYS STREET TALLAHASSEL, FL 123 904-222-9171 904-222-0393 FAX networks

MAIL TO: P.O. Box 5828 TALLAHASSIF, FL 32314

ACCOUNT NO. : 0721000000032

REFERENCE 558641 AUTHORIZATION : Allicia

COST LIMIT : 9 131.25

ORDER DATE: March 10, 1995

ORDER TIME : 12:01 PM

ORDER NO. : 558641

900001426809

CUSTOMER NO:

82015A

CUSTOMER: Ms. Cynthia L. Rentz THE HERITAGE COMPANY

Suite 4

101 George King Boulevard Cape Canaveral, FL 32920

DOMESTIC FILING

CC0020066

NAME:

HERITAGE MEADOW HILL, INC.

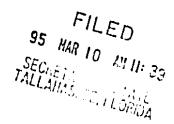
ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrea Hamilton

EXAMINER'S INITIALS:



ARTICLES OF INCORPORATION

OF

HERITAGE MEADOW HILL, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE 1

NAME

The name of the corporation shall be Heritage Meadow Hill, Inc.

ARTICLE II

COMMENCEMENT OF EXISTENCE AND DURATION

The corporation shall be deemed to commence its existence on the date of filing. The term of existence of the corporation is perpetual.

ARTICLE III

PURPOSE

The purpose of the corporation shall be to transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV

CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is seven hundred fifty (750) shares, all of which shall be common shares at a par value of one dollar (\$1.00) per share.

ARTICLE V

REGISTERED OFFICE, PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation is 101 George King Boulevard, Suite 4, Cape Canaveral, Florida 32920. The principal office street address is the same. The name of the initial registered agent is Gregory A. Popp, Esq.

I HEREBY am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Gregory A. Popp, Esq.

ARTICLÉ VI

BOARD OF DIRECTORS

The business of the corporation shall be managed by a Board of Directors, consisting of not less than one (1) director. The initial Board of Directors shall consist of two (2) directors, whose name and address are as follows:

Name

Address

Jacqueline McPhillips

101 George King Boulevard, Suite 4 Cape Canaveral, Florida 32920

Michael McPhillips

101 George King Boulevard, Suite 4 Cape Canaveral, Florida 32920

ARTICLE VII

OFFICERS

The corporation shall have officers as listed below:

Name

Address

Jacqueline McPhillips

101 George King Boulevard, Suite 4 Cape Canaveral, Florida 32920

Michael McPhillips

101 George King Boulevard, Suite 4 Cape Canaveral, Florida 32920

ARTICLE VIII

INCORPORATORS

The name and address of the incorporators of this corporation are as follows:

Name

Address

Jacqueline McPhillips

101 George King Boulevard, Suite 4 Cape Canaveral, Florida 32920

Michael McPhillips

101 George King Boulevard, Suite 4 Cap , Canaveral, Florida 32920

ARTICLE IX

INDEMNIFICATION

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

ARTICLE X

AMENDMENTS TO ARTICLES OF INCORPORATION AND BYLAWS

The shareholders shall have the exclusive authority to make amendments to these Articles of Incorporation by unanimous vote of all outstanding shares; the Board of Directors shall have the authority to formulate and adopt the initial bylaws of this corporation, thereafter, the shareholders shall have the exclusive authority to amend the bylaws of the corporation by a unanimous vote of all outstanding shares.

ARTICLE XI

SHAREHOLDERS

The incorporator has subscribed to shares in the following amount:

Name	Number of Shares	Purchase Price
Jacqueline McPhillips	450	\$450.00
Michael McPhillips	300	\$300.00

IN WITNESS WHEREOF, I have subscribed my name, this 1st day of March, 1995/

Jacqueline McPhillips

Michael McPhillips

STATE OF FLORIDA COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, a notary public duly authorized in the State and County named above to take acknowledgments, personally appeared Jacqueline McPhillips and Michael McPhillips, to me known to be the persons who executed and subscribed the foregoing Articles of Incorporation, and who acknowledged before me that they executed the same for the purpose therein contained.

WITNESS my hand and official seal in the County and State named above, this 1st day of March, 1995.

My Commission Expires:

Notary Public.

State of Florida at Large

