

CORPORATION INFORMATION
SERVICES, INC.
1401 HAYS STREET
TALLAHASSEE, FL 32301
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CSC networks

P95000022055

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P.O. BOX 5820
TALLAHASSEE, FL 32311

ACCOUNT NO. : 0721000000012

REFERENCE : 562040 869010

AUTHORIZATION :

Patricia Pyzik

COST LIMIT : 0 122.50

ORDER DATE : March 17, 1995

ORDER TIME : 10:01 AM

20.000000000000000000000000000000

ORDER NO. : 562040

CUSTOMER NO: 869010

CUSTOMER: Ms. Jennifer Connors - 869010
PRENTICE HALL LEGAL &
FINANCIAL SERVICES, INC.
1 Biscayne Tower
2 South Biscayne Blvd, #1810
Miami, FL 33131

DOMESTIC FILING

NAME: HEARTLAND CORPORATION

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Charlotte Humbert

EXAMINER'S INITIALS:

Dmc 3/17/95

FILED
55 MAR 17 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
HEARTLAND CORPORATION

FILED
95 MAR 17 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned does hereby make and execute these Articles of Incorporation for the purpose of forming a corporation under the Florida Business Corporation Act:

ARTICLE I

Name

The name of the corporation is:

Heartland Corporation

ARTICLE II

Initial Principal Office

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

101 Aragon Avenue
Coral Gables, Florida 33134

The board of directors of the corporation, or an officer of the corporation acting under the authority of the board of directors, is authorized to change the principal office of the corporation from time to time without amendment to these Articles of Incorporation.

ARTICLE III

Authorized Shares

The aggregate number of shares which the corporation shall have authority to issue is one hundred (100) shares of common stock. The par value of each such share shall be \$.01 per share.

ARTICLE IV

Registered Office and Agent

The street address of the corporation's initial registered office is:

Morgan, Lewis & Bockius
5300 First Union Financial Center
200 South Biscayne Boulevard
Miami, Florida 33131-2339

The name of the corporation's initial registered agent at that office is Robert W. Murray, Esq.

ARTICLE V

Incorporator

The name and address of the incorporator are:

Robert W. Murray, Esq.
Morgan, Lewis & Bockius
5300 First Union Financial Center
200 South Biscayne Boulevard
Miami, Florida 33131-2339

ARTICLE VI

Purpose and Powers

The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act and under the laws of any jurisdiction in which the corporation may operate. The corporation shall have all lawful powers necessary or appropriate to conduct such business including, but not limited to, all corporate powers which corporations may have under the Florida Business Corporation Act.

ARTICLE VII

Board of Directors

The number of directors constituting the initial board of directors are two. Thereafter, the number of directors shall be as provided in the bylaws. The names and addresses of the individuals who are to serve as members of the initial board of directors are:

Klaus Frisch	101 Aragon Avenue Coral Gables, Florida 33134
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Aimee Frisch	101 Aragon Avenue Coral Gables, Florida 33134
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IN WITNESS WHEREOF, these Articles of Incorporation have been executed this 16th day of March, 1995.

Robert W. Murray
Robert W. Murray,
Incorporator

Acceptance By Registered Agent

95 MAR 17 PM 3:50

The undersigned hereby accepts the appointment as registered agent of Heartland Corporation and agrees to comply with the provisions of the laws of Florida, including section 48.091, Florida Statutes, providing for the keeping open of the registered office for service of process.

The undersigned is familiar with, and accepts, the obligations of the position of registered agent.

Dated: March 16, 1995.

Robert W. Murray
Robert W. Murray,
Registered Agent