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NAME: HELEN BRECKENRIDGE, INC.

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ARTICLES OF INCORPORATION

OF

HELEN BRECKENRIDGE, INC.

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TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, hereby adopts the following Articles of Incorporation.

Article I

NAME

The name of the corporation is Helen Breckenridge, Inc. and the principal address shall be P.O. Box 1145, Miami Beach, Florida 33119.

Article II

DURATION

The corporation shall exist perpetually. Corporate existence shall commence upon filing by the Department of the State.

Article III

NATURE OF BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

Article IV

CAPITAL STOCK

(a) Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of stock with one dollar ($1.00) par value. The consideration to be paid for each share of stock shall [illegible]ed by the Board of Directors.

(b) Preemptive Rights. Shareholders shall have no preemptive rights.

(c) Cumulative voting. Cumulative voting shall not be permitted.

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Carlos E. Moralss, P.A.
1830 Ponce De Leon Blvd.
Coral Gables, FL 33134
(305) 444-1694
Florida Bar No 995223

Article V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1030 Ponce De Leon Blvd., Coral Gables, Florida 33134, and the name of the initial registered agent of this corporation at that address is Carlos E. Morales, Esq.

Article VI

DIRECTOR

(a) Number. This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the by-laws, but shall never be less than one.

(b) Initial Directors. The name and street address of the directors of the corporation is:

Name	Address
Helen Breckenridge, President	850 Euclid Ave. Apt #7 Miami Beach, FL 33139
John T. Breckenridge, Vice-President and Treasurer	850 Euclid Ave., Apt #7 Miami Beach FL 33139

(c) Compensation: The board of directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefore in any form.

(d) Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

Article VII

BYLAWS

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the director.

Article VIII

INCORPORATORS

Helen Breckenridge
850 Euclid Ave., Apt. #7
Miami Beach, FL 33139

Article IX

AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporators have executed these Articles the 28th day of May, 1996.

HBreckenridge
Helen Breckenridge, Incorporator

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.901, Florida Statutes, the following is submitted.

Helen Breckenridge, Inc. organizes or qualifies under the laws of the State of Florida, with its principal place of business at City of Miami Beach, State of Florida, has named Carlos B. Morales, Esquire, located at: 1830 Ponce De Leon Boulevard, Coral Gables, Florida 33134 as its agent and accept service of process within Florida.

Incorporators:

H. Breckenridge

Helen Breckenridge

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Having been named to accept service of process for the above stated Corporation at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Carlos B. Morales, Esquire

Date: 29th May, 1996

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