

P 96000067890

Betty Caroline Lewis
888 Executive Center Drive West #202
St. Petersburg FL 33710
813-522-8115 (or) 813-579-9978

August 8, 1996

State of Florida
Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee FL 32314

700001920157
-08/13/96--01090--0008
***122.50 ***122.50

Re: Heartwine Publications, Inc.

Gentlemen:

Enclosed please find:

- Original and one copy of Articles of Incorporation for filing.
- Original and one copy of Designation of Registered Agent.
- My check in the amount of \$122⁵⁰ to cover filing fee, registered agent fee and certified copy.

Please return acknowledgment and certified copy to this office to the attention of the undersigned. Thank you for your cooperation in this matter.

Sincerely,

Betty C. Lewis

Betty Caroline Lewis

Enclosures

FILED
96 AUG 12 AM 10:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
HEARTWINE PUBLICATIONS, INC.

FILED
56 AUG 12 AM 10:22
TALLAHASSEE, FLORIDA

The undersigned natural person of the age of twenty-one or more, acting as Director and Incorporator under the provisions of the Florida Statutes, Chapter 607, adopts the following Articles of Incorporation:

ARTICLE I

Name and Address

The name of this corporation shall be:

Heartwine Publications, Inc.

The initial principal address of this corporation is: 5140 31st Avenue North
St. Petersburg FL 33710

ARTICLE II

Term of Existence

The duration of this corporation shall be perpetual.

ARTICLE III

Purpose

The principal business of this corporation shall be to carry on the publishing business, including general printing, publishing and bindery business, and to do and perform all other acts necessary or proper in connection with said business or businesses, whether related thereto or not, as may be approved by the Board of Directors and which businesses are permitted by the laws of the State of Florida.

ARTICLE IV

Stock Clause

The aggregate number of shares of stock which this corporation shall have the authority to issue shall be one hundred shares of common stock, each with a par value of \$1.00.

ARTICLE V

Minimum Capital

The amount of capital with which the corporation shall begin business shall not be less than \$100.00.

ARTICLE VI

Subscriber

NAME	SHARES SUBSCRIBED	ADDRESS
Bettye Caroline Lewis	100	Bettye Caroline Lewis 5140 31st Avenue North St. Petersburg FL 33710

ARTICLE VII

Informal Shareholder Action

Any action of the shareholders may be taken without a meeting if consent in writing, setting forth the action so taken, shall be signed by all of the persons who would be entitled to vote upon such action at a meeting and filed with the Secretary of the Corporation as part of the corporate records.

ARTICLE VIII

Directors

The management and control of this corporation shall be vested in a Board of at least one director and no more than three directors. The Board of Directors shall be elected by the shareholders of the corporation at each annual meeting to be held at the principal office of the corporation on such day and time of year as the By-Laws of this corporation shall provide. At any meeting of the Board of Directors, it shall be necessary that a majority of the then existing Board of Directors vote in favor of any motion, resolution or action taken in order that the same become effective and be the act and deed of the corporation and the Board of Directors thereof.

The names and addresses of the persons who are to serve as directors for the ensuing year, or until the first annual meeting of the corporation are:

Bettye Caroline Lewis
5140 31st Avenue North
St. Petersburg FL 33710

ARTICLE IX

Officers

The officers of this corporation shall be chosen by the Board of Directors and shall consist of a President, Vice President, Secretary and Treasurer. The Board of Directors may also, from time to time, provide for and elect all other officers or committees which to their Board may seem expedient. Two or more officers may be held by the same person. The officers who are to conduct the business of the corporation and serve as such until the next annual election of officers shall be as follows:

President

Bettye Caroline Lewis
5140 31st Avenue North
St. Petersburg FL 33710

Vice President

Bettye Caroline Lewis
5140 31st Avenue North
St. Petersburg FL 33710

Secretary/Treasurer

Bettye Caroline Lewis
5140 31st Avenue North
St. Petersburg FL 33710

ARTICLE X

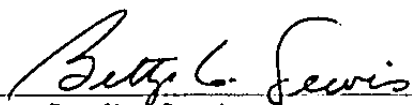
Seal

The seal of this corporation shall be a circular impression bearing in the center thereof the words "Corporate Seal - 1996 - Florida," and around the circumference thereof the words "Heartwine Publications, Inc."

REGISTERED OFFICE AND REGISTERED AGENT

The name and address of the initial Registered Agent of this corporation is Bettye Caroline Lewis, 5140 31st Avenue North, St. Petersburg, FL 33710.

IN WITNESS WHEREOF, the undersigned, being the incorporators of this corporation, executed these Articles of Incorporation and certify to the truth of the facts herein stated this 8 day of August, 1996.


Bettye Caroline Lewis

DESIGNATION OF REGISTERED AGENT

In pursuance of Chapter 607, Florida Statutes, the following certificate is submitted in compliance with therewith.


It is hereby declared that Heartwine Publications, Inc. is desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at 5140 31st Avenue North, St. Petersburg, FL 33710 in the City of St. Petersburg, County of Pinellas, State of Florida, and has named Bettye Caroline Lewis as its agent to accept service of process in this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation at the place designated in this Certificate, I hereby accept to act in this capacity, and I agree to comply with all of the provisions of said Act.


Bettye Caroline Lewis

Sworn to and subscribed before me this
8 day of August 1996.


Notary Public

MICHELE SCHIBLER
Notary Public - State of Florida
My Commission Expires
December 14, 1999
CC499623

STATE OF FLORIDA
COUNTY OF PINELLAS

Before me, the undersigned officer, duly authorized to administer oaths and take acknowledgments, personally appeared **Bettye Caroline Lewis**, who after being first duly sworn, deposes and says that she has affixed her name to the foregoing Articles of Incorporation for the purposes therein expressed.

Witness my hand and official seal at St. Petersburg, Pinellas County, Florida, this 8 day of August, 1996.

Michele Schibler
Notary Public

MICHELE SCHIBLER
Notary Public - State of Florida
My Commission Expires
December 14, 1999
CC499623

FILED
26 AUG 12 AM 10:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA