

TRANSMITTAL LETTER
FROM: **P96000104563**

Heathrow International Marketing Corporation
120 International Parkway, Suite 220
Heathrow, FL 32746-5049

DEAR CORPORATIONS DIVISION:


500002038755--6
-12/27/96--01017--008
****122.50 ****122.50

Please find enclosed:

1. An original Articles of Incorporation and one copy for the above named corporation.
2. A money order in the amount of \$122.50 for filing fees and a certificate of incorporation.

Please send responses or receipts concerning this filing to the above listed address.
Thank you very much for your time and consideration.

Date: December 21, 1996



Thomas H. Pool

 12/31

FILED
96 DEC 26 PM 3:16
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF

Heathrow International Marketing Corporation

Pursuant to Chapter 607 of the Florida Business Corporation Act, the undersigned incorporator submits these articles of incorporation for the purpose of forming a for-profit corporation.

Article 1. The name of the corporation is: Heathrow International Marketing Corporation.

Article 2. The principal place of business and mailing address of this corporation is:
120 International Parkway, Suite 220 Heathrow, FL 32746-5049.

Article 3. The corporation is authorized to issue one class of stock, that being 100,000 shares of no par value, common stock, with identical rights and privileges, the transfer of which is restricted according to the bylaws of the corporation.

Article 4. The name and address of the corporation's initial registered agent is:
Thomas H. Poole * 778 Haddonstone Circle, Apt. #100 * Heathrow, FL 32746.

Article 5. The name and address of the incorporator of this corporation is:
Thomas H. Poole * 778 Haddonstone Circle, Apt. #100 * Heathrow, FL 32746.

Article 6. No director shall be held liable to the corporation or its shareholders for monetary damages due to a breach of fiduciary duty, unless the breach is a result of self-dealing, intentional misconduct, or illegal actions.

In witness whereof, the undersigned incorporator has executed these Articles of Incorporation on the date below. The undersigned incorporator hereby declares, under penalty of perjury, that the statements made in the forgoing Articles of Incorporation are true, and that the incorporator is at least eighteen years of age.

Date: December 21, 1996



Thomas H. Poole, Incorporator

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TALLAHASSEE FLORIDA

**CERTIFICATE OF DESIGNATION
OF
REGISTERED OFFICE AND REGISTERED AGENT**

Pursuant to section 607.0501 of the Florida Business Corporation Act, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office and registered agent, in the State of Florida.

1. The name and address of the corporation's registered agent and registered office is:

Thomas H. Poole
Heathrow International Marketing Corporation
120 International Parkway, Suite 220
Heathrow, FL 32746-5049
Phone: (407) 444-2886
Fax: (407) 333-2003

Having been named as the registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Thomas H. Poole, Registered Agent * December 21, 1996

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