



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 658590 114579A

AUTHORIZATION :

Patricia Pizit

COST LIMIT : \$ 70.00

ORDER DATE : January 6, 1998

ORDER TIME : 1:37 PM

ORDER NO. : 658590-005

CUSTOMER NO: 114579A

800002391659--7

CUSTOMER: Mr. Howard Ackerman
REGISTRATION CORPORATION OF
FLORIDA
P. O. Box 810185

Boca Raton, FL 33487

DOMESTIC FILING

NAME: U.S. HERITAGE HOLDINGS,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN -6 AM 8:38

RECEIVED
98 JAN -6 PM 2:45
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF

U.S. HERITAGE HOLDINGS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN -6 AM 8:38

ARTICLE I - NAME

The name of this corporation is U.S. HERITAGE HOLDINGS, INC.

ARTICLE II- DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The purpose of this corporation is to engage in the transaction of any and all business permitted by law under the laws of the State of Florida and of the United States of America.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is Five Hundred (500) shares of common stock, each share having the par value of One Dollar (\$1.00).

ARTICLE V - ADDRESS

The principal office of this corporation is:

Suite "A"
6000 Park of Commerce Boulevard
Boca Raton, FL 33487

The name and address of the initial registered agent is:

Registration Corporation Of Florida, Inc.
22422 Thousand Pines Lane
Boca Raton, FL 33428

ARTICLE VI - DIRECTOR

The corporation shall have two (2) directors initially, whose names and addresses are as follows:

NAME: ADDRESS:

Yanni Koutsoubos

Suite "A"
6000 Park of Commerce Boulevard
Boca Raton, FL 33487

Alan P. Lazar

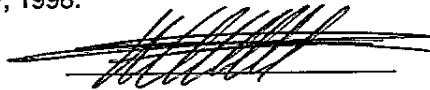
Suite "A"
6000 Park of Commerce Boulevard
Boca Raton, FL 33487

ARTICLE VII - SUBSCRIBER

The name and address of the incorporator of this corporation is as follows:

<u>NAME:</u>	<u>SHARES</u>	<u>ADDRESS:</u>
Heritage Holdings Limited	500	Gregoriou Lambraki 13 Glyfada 16674 Greece

IN WITNESS WHEREOF, the undersigned subscriber has executed the foregoing Articles of Incorporation on this 5th day of January, 1998.



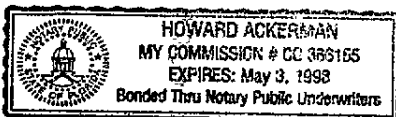
STATE OF FLORIDA)
 :SS
COUNTY OF PALM BEACH)

Before me personally appeared IANW. KOUTSOUBOS to me known and known by me to be the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he/~~she~~ executed the same for the purposes therein expressed.

Witness my hand and official seal in the county and state last aforesaid on this 5th day of JANUARY, 1998.


Notary Public, State of Florida At Large.

My Commission Expires



STATE OF FLORIDA
DEPARTMENT OF STATE

Certificate Designating Place of Business or Domicile for the Service or Process Within This State, Naming Agent Upon Whom Process May be Served and Names and Addresses of the Officers and Directors.

In pursuance of Chapter 48.091 Florida Statutes, the following is submitted, in compliance with said Act:

First That U.S. HERITAGE HOLDINGS, INC.
a corporation duly organized and existing under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation, as Boca Raton, County of Palm Beach, State of Florida has named Registration Corporation of Florida, located at 22422 Thousand Pines Lane, Boca Raton, Florida 33428, County of Palm Beach, State of Florida, as its agent to accept service of process within this state.

<u>OFFICERS:</u>	<u>TITLES</u>	<u>SPECIFIC ADDRESS</u>
Yanni Koutsoubos	President	Suite "A" 6000 Park of Commerce Boulevard Boca Raton, FL 33487

Alan P. Lazar	Vice President & Secretary	Suite "A" 6000 Park of Commerce Boulevard Boca Raton, FL 33487
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<u>DIRECTORS</u>	<u>SPECIFIC ADDRESS</u>
Yanni Koutsoubos	same as above
Alan P. Lazar	same as above

BY: 
(Corporate Officer)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN -6 AM 8:38

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By Navant Ackerman, President
(Resident Agent)

It is necessary to file this certificate within thirty days after filing Certificate of Incorporation, as to domestic Corporations and within thirty days after issuance of permit to foreign Corporations; and thereafter when corporation has changed its place of business or agent or changed its officers and/or directors.