TRANSMITTAL LETTER

P98000078159

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

SUBJECT: S-Herritage Enterprises, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for:

000002636000--8 -09/10/98--01037--001 ****157.50 *****78.75

□ \$70.00 Filing Fee	\$78.75 Filing Fee & Certificate	□\$122.50 Filing Fee & Certified Copy	\$131.25 Filing Fee, Certified Copy & Certificate	
		ADDITIONAL CO	PY REQUIRED	
FROM:	Rebecca S	fanford inted or typed)	t	SD SEP
	Po Box	14-3 ddress	100 mg/m	
	Sunnyside	J.FL 32	461	E 15
	(850) 23	State & Zip 5 - ZO18 Elephone number	SECRETARY TALLAHASSE	F1L) 98 SEP 10

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

OF

PES - HERRITAGE ENTERPRISES, INC

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be:

PFS - HERRITAGE ENTERPRISES, INC

ARTICLE II - PRINCIPAL OFFICE

The address of the principal office of this corporation shall be 717 Gulf Drive, Panama City Beach, FL 32413, and the mailing address of the corporation shall be the same.

ARTICLE III - NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE V – REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 106 Penny Lane, Panama City Beach, FL 32413, and the name of the initial registered agent of the corporation at that address is Rebecca Stanford.

ARTICLE VI - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII - OFFICERS/INCORPORATORS

This corporation shall have two officers initially. The name and street address of the incorporators to these Articles of Incorporation and the initial officers who shall hold office for the first year of the corporation, or until successors are elected or appointed is:

John W. Pfneisel President

Rebecca Stanford Secretary/Treas.

717 Gulfview Drive Panama City Beach, FL 32413

P.O. Box 143 Sunnyside, FL 32461

Bebecca Stanford, Incorporator

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1.	The name of the corporation is Herritage Enterprises, Inc.
2.	The name and address of the registered agent and office is:
	= Rebecca Stanford
	(NAME) 106 Plnnu ane (P. O. Box or Mail Drop Box NOT ACCEPTABLE)
	SHA Fanama City Boh, FL, 32413

Having been named as 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.

DIVISION OF CORPORATIONS, P. O. BOX 6327, TALLAHASSEE, FL 3534