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Florida Department of State

Division of Corporations

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To: Division of Corporations  
Fax Number : (850) 922-4001

From: Account Name : FAS-T CORP. AGENTS, INC.  
Account Number : 071001002335  
Phone : (305) 599-0839  
Fax Number : (305) 716-0346

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

99 APR 26 AM 7:15

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**FLORIDA PROFIT CORPORATION OR P.A.**

**OLD HERITAGE, INC.**

Certificate of Status	0
Certified Copy	1
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F. O'NESSER

APR 27 1999

ARTICLES OF INCORPORATION  
OF  
OLD HERITAGE, INC.

FILED  
APR 26 AM 11:15  
SECRETARY OF STATE  
TALLAHASSEE  
FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of incorporation.

ARTICLE I NAME

The name of the corporation shall be:  
OLD HERITAGE, INC.

The principal place of business of this corporation shall be: 17920 NW 19th Ave. Miami, Florida 33056

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact 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 III CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is: 1000 SHARES AT ONE DOLLAR (\$1.00) Par Value

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

MICHAEL SERLO MATHELIER- PRESIDENT/C.E.O.  
P.O. BOX 640767  
Miami, Florida 33164

Prepared By: BARBARA STRONG C.P.A.  
3401 NW 202nd Street  
Miami, Florida 38056  
Phone#(305)-623-5109

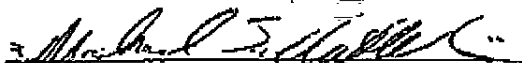
ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

MICHAEL S. MATHELIER - PRESIDENT/C.E.O.  
P.O. BOX 640767  
MIAMI, FLORIDA 33164-0767

IN WITNESS WHEREOF, the undersigned incorporator(s)  
has (have) executed these Articles of Incorporation  
this, APRIL 22ND, day of 1999

Signature(s) of Incorporator(s)



MICHAEL S. MATHELIER, PRESIDENT

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, 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:

OLD HERITAGE, INC.

2. The name and address of the registered agent and office is:

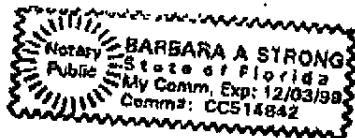
BARBARA STRONG, C.P.A.

3401 NW 202 Street Miami, FL 33056

(P.O. BOX NOT ACCEPTABLE)

MIAMI, FLORIDA 33056-1722

(CITY/STATE/ZIP)



SIGNATURE

BARBARA STRONG, C.P.A.

TITLE

CERTIFIED ACCOUNTANT

DATE

04-22, -1999

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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE

DATE

APRIL 22, 1999

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA