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April 28, 1999

Department of State
Corporate Records Division
P. O. 6327
Tallahassee, FL 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAY -3 AM 7:43

Dear Division of Corporations:

Enclosed please find Articles of Incorporation for Heartbreakers II, Inc. along with a check in the amount of \$70.00 for filing fee and designation of registered agent.

Also enclosed is a photocopy of the Articles. Please return this to me with the filing date stamped on it.

Thank you.

Terry M. Hunt

Terry M. Hunt
President
Heartbreakers II, Inc.
13120 - 116th St. N.
Largo, FL 33778

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 MAY -3 AM 7:43

ARTICLES OF INCORPORATION
OF

The undersigned incorporators, for the purpose of forming a corporation under the Florida General Corporation act, hereby adopt the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: Heartbreakers II, Inc.

The principal place of business of this corporation shall be:
13120 - 116th St. N.
Largo, FL 33778

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 par value that this corporation is authorized to have outstanding at any one time is: 100 shares, par 1.00.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name and street address of the initial officers and directors, if any, who shall hold office the first year of the corporation's existence or until a successor is elected, are:

Terry M. Hunt
13120 - 116th St. N.
Largo, FL 33778

Pamela A. Hunt
13120 - 116th St. N.
Largo, FL 33778

ARTICLE VI INCORPORATOR(S)

The names and street address of the incorporators to these articles of incorporation are:

Terry M. Hunt
13120 - 116th St. N.
Largo, FL 33778

Pamela A. Hunt
13120 - 116th St. N.
Largo, FL 33778

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 28 day of April, 19 99.

Signature of Incorporators

Terry M Hunt
Pamela A Hunt

**STATE OF FLORIDA
COUNTY OF PINELLAS**

THE FOREGOING instrument was acknowledged and sworn to before me this 28th day of APRIL, 19 99 by Terry M. Hunt and Pamela A. Hunt of Heartbreakers II, Inc. and personally known to me.

Notary Public



Eve Diane Schmitz
MY COMMISSION # CC745945 EXPIRES
August 14, 2002
BONDED THRU TROY FARM INSURANCE, INC.

Produced Driver's License as
Identification.

Numbers _____

Eve Diane Schmitz

My Commission Expires AUG. 14, 2002

(SEAL)

ARTICLES OF INCORPORATION FILING FEE: \$35.00

CERTIFICATE DESIGNATING
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 is: Heartbreakers II, Inc.
2. The name and address of the registered agent and office is:

Terry M. Hunt
13120 - 116th St. N.
Largo, FL 33778

SIGNATURE Terry M Hunt
(Corporate Officer)

TITLE President

DATE 4-28-99

HAVING BEEN NAMED TO ACCEPT SERVICES 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 Terry M Hunt
DATE 4-28-99

REGISTERED AGENT FILING FEE: \$35.00