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5/15/03

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1.) Blueberry Hill Consulting, Inc.
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
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4.) _____
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FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

May 15, 2003

CORPORATE ACCESS, INC.

,

SUBJECT: BLUEBERRY HILL CONSULTING, INC.
Ref. Number: W03000014026

We have received your document for BLUEBERRY HILL CONSULTING, INC. and your check(s) totaling $78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The person designated as incorporator in the document and the person signing as incorporator must be the same.

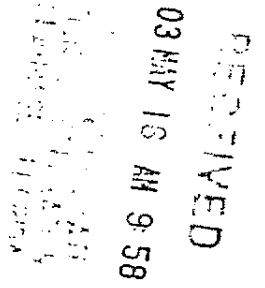
Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch
Document Specialist
New Filings Section

Letter Number: 203A00030065

Corrected 5/16/03
Thanks,
Trish



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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
BLUEBERRY HILL CONSULTING, INC.

In compliance with the requirements of Florida Statutes Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing with the Florida Secretary of State the following Articles of Incorporation for the purpose of organizing a business corporation for profit under the laws of the State of Florida.

ARTICLE I

NAME OF CORPORATION

The name of the corporation ("Corporation") is Blueberry Hill Consulting, Inc.

ARTICLE II

ADDRESS OF CORPORATION

The street address of the principal office of the Corporation is 222 S. Pennsylvania Ave., Suite 200, Winter Park, Florida 32789.

ARTICLE III

DURATION AND PURPOSE

This Corporation shall commence as of the date of the filing of these Articles of Incorporation with the Secretary of State and shall have perpetual existence. The purpose for which this Corporation is organized is to engage in any acts or activities for which a Corporation may be organized under the laws of the United States of America and under Chapter 607 of the Florida Statutes.

ARTICLE IV

CAPITAL STRUCTURE

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is One Hundred Thousand (100,000) shares of common stock having a par value of One Cent ($0.01) per share. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property or in labor and services at a fair valuation to be fixed by the board of directors at a meeting called for such purposes. All stock when issued shall be paid for and shall be non-assessable.

ARTICLE V

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The initial street address of the Corporation's registered office is 222 S. Pennsylvania Ave., Suite 200, Winter Park, Florida 32789, and the initial registered agent at such address is Robert P. Saltsman. The board of directors from time to time may move the registered office of the Corporation to any other address in the State of Florida.

ARTICLE VI

BOARD OF DIRECTORS

There shall be a board of directors for this Corporation that shall consist of not less than one (1). Except for the number constituting the initial board of directors, the number of directors shall be decided by the resolution of the shareholders. The names and addresses of the members of the initial board of directors for this Corporation, who, subject to these Articles of Incorporation and the laws of the State of Florida, shall hold office until the first annual meeting of the shareholders or until their successors are elected and qualified, or until their resignation, removal, or death, are:

Name	Street Address
Robert R. Beuret	222 S. Pennsylvania Ave., Suite 200 Winter Park, Florida 32789

ARTICLE VII

INCORPORATOR

The name and street address of the incorporator is Robert R. Beuret of 222 S. Pennsylvania Ave., Suite 200, Winter Park, Florida 32789.

ARTICLE VIII

BYLAWS

The powers to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors of the Corporation.

ARTICLE IX

INDEMNIFICATION

The Corporation shall indemnify its directors and officers, or any former officer or director, to the fullest extent permitted by law.

ARTICLE X

PRE-EMPTIVE RIGHTS

Every shareholder, upon sale of any new stock of this Corporation, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price that is offered to others.

ARTICLE XI

AMENDMENT TO ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended any time by a resolution adopted by a majority vote of the board of directors at any annual or special meeting, provided at least ten (10) days' written notice is given to each director at the time and place of the meeting and the purpose thereof. Any amendment of these Articles of Incorporation so made must be approved by a majority vote of the shareholders of the Corporation.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation this 8th day of May, 2003.

Robert R. Beuret, Incorporator

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

Blueberry Hill Consulting, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the City of Winter Park State of Florida, has named Robert P. Saltsman of 222 S. Pennsylvania Ave., Suite 200, Winter Park, Florida 32789, as agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT:

Having been named as registered agent and to accept service of process for the above-stated Corporation, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Registered Agent

5/12/03

Date:

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