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CT CORPORATION SYSTEM

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TALLAHASSEE, FLORIDA

CORPORATION(S) NAME

HHH-FL Co.

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-12/07/01--01001--009
*****70.00 *****70.00

(X) Profit - Arts. ( ) Nonprofit	( ) Amendment	( ) Merger
( ) Foreign	( ) Dissolution/Withdrawal ( ) Reinstatement	( ) Mark
( ) Limited Partnership ( ) LLC	( ) Annual Report ( ) Name Registration ( ) Fictitious Name	( ) Other ( ) Change of RA ( ) UCC
( ) Certified Copy	( ) Photocopies	( ) CUS
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Tallahassee, FL 32301
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J. BRYAN DEC - 7 2001

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TALLAHASSEE, FLORIDA

State of Florida
Articles of Incorporation
of
HHH-FL Co.

The undersigned, acting as incorporator of a corporation under the Business Corporation Act adopts the following Articles of Incorporation:

First: The name of the corporation is:

HHH-FL Co.

Second: The principal business office and mailing address of the corporation is:

128 Lauren Place
St. Augustine, FL 32080-5814

Third: The period of its duration is perpetual unless sooner dissolved.

Fourth: The purpose for which the corporation is organized is to engage in the transaction of any or all lawful activity for which corporations may be organized under the provisions of the Florida Business Corporation Act.

Fifth: The Board of Directors of the corporation shall consist of such number as is fixed in accordance with the bylaws.

Sixth: The aggregate number of shares which the corporation shall have authority to issue is 2,000,000 shares, and the par value of each such share is $.01. All such shares are of one class and are designated as common stock.

Seventh: The street address of the initial registered office of the corporation is 128 Lauren Place, St. Augustine, Florida 32080-5814, and the name of the initial registered agent at such address is Harry E. Cloud.

Eighth: The initial Board of Directors of the corporation shall consist of one person. The name and address of the person who is to serve as director until the initial meeting of shareholders or until his successor is elected and shall qualify is:

Harry E. Cloud
128 Lauren Place
St. Augustine, FL 32080-5814

Ninth: The name and address of the incorporator is:

Marianne Ansel
One Liberty Place, 42nd Floor
Philadelphia, PA 19103

Marianne Ansel

Marianne Ansel, Incorporator

Harry E. Cloud, having been designated to act as Registered Agent, hereby agrees to act in this capacity.

Harry E. Cloud

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