Po2000/8546 LEVY KNEEN MARIANI ILC

COUNSELORS AT LAW

7 February 2002

Florida Department of State Division of Corporations Corporate Filings 409 E. Gaines Street Tallahassee, FL 32399

Re: Hayfield International

Our File No.: 5992.001

500004896355---2 -02/19/02--01001--008 ******35.00 ******35.00

500004896355--2 -02/08/02--01044--003 *****35.00 *****35.00

To Whom It May Concern:

Enclosed find Articles of Incorporation for Hayfield International, Inc. and our firm's check in the amount of \$3,5.00. Please file these articles and return copy to the below address. Thank you.

Sincerely yours,

Sara D. Garroft, Assistant to

Eleanor B. Halperin

Enclosures

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2/18



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

February 8, 2002

SARA D GARROTT, ASSISTANT TO 1400 CENTREPARK BLVD, STE 1000 W PALM BEACH, FL 33401

SUBJECT: HAYFIELD INTERNATIONAL, INC.

Ref. Number: W02000003873

We have received your document for HAYFIELD INTERNATIONAL, INC. and your check(s) totaling \$35.00. However, the document has not been filed and is being retained in this office for the following:

There is a balance due of \$35.00.

The corporate fees are as follows:

CORPORATIONS FILING FEES

Profit and NonProfit Florida & Foreign Corp.

Filing Fees	\$35.00
Registered Agent	
Designation	\$35.00
Certifed Copy	\$8.75
Certificate of Status	\$8.75

If you have any further questions concerning your document, please call (850) 245-6919.

Beth Register Corporate Specialist Supervisor New Filings Section

Letter Number: 302A00008072

SECRETARY OF STATE TALLAHASSEE, FLORIDA 02 FEB 18 AM 10: 56

ARTICLES OF INCORPORATION

OF

HAYFIELD INTERNATIONAL, INC.

The undersigned hereby makes, subscribes, acknowledges and files these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

ARTICLE I -- NAME AND PRINCIPAL OFFICE

The name of the corporation shall be HAYFIELD INTERNATIONAL, INC. The principal office and mailing address of the corporation is 13873 WELLINGTON TRACE, WELLINGTON, FL 33414.

ARTICLE II -- DURATION

The corporation shall have perpetual existence.

ARTICLE III -- PURPOSE

The purpose of this corporation is engaging in any activity or business permitted under the laws of the United States or of this State.

ARTICLE IV -- CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of capital stock with a par value of \$1.00 per share.

ARTICLE V -- INITIAL REGISTERED OFFICE AND AGENT

The street address in this state of the initial registered office of the corporation is 1400 Centrepark Blvd., Suite 1000, West Palm Beach, Florida 33401, and the name of the initial registered agent at such address is Eleanor B. Halperin.

ARTICLE VI -- INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of ONE (1) member. The number of directors may be increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial directors are:

JACK VAN DELL

13873 Wellington Trace, Wellington, FL 33414

ARTICLE VII -- INCORPORATOR

The name and address of the person signing these Articles is: Eleanor B. Halperin, Esq., 1400 Centrepark Blvd., Suite 1000, West Palm Beach, Florida 33401.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this ______ day of _______, 2002.

Eleanor B. Halperin

FILED SECRETARY OF STATE CERTIFICATE OF DESIGNATION OF TALLAHASSEE, FLORIDA REGISTERED AGENT/REGISTRATION OFFICE 02 FEB 18 AM 10: 56

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT/REGISTERED OFFICE, IN THE STATE OF FLORIDA.

1. The name and principal office and mailing address of the corporation is:

> HAYFIELD INTERNATIONAL, INC. 13873 WELLINGTON TRACE, WELLINGTON, FL 33414

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

> ELEANOR B. HALPERIN, ESQ. 1400 Centrepark Boulevard, Suite 1000 West Palm Beach, FL 33401

> > ELEANOR B. HALPERIN, Incorporator

ACCEPTANCE

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.

Dated: