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STATE
TALLAHASSEE, FLORIDA

RICHARD S. RUSSELL
Attorney at Law
2263 N.W. 2ND AVENUE, SUITE 211
BOCA RATON, FLORIDA 33431

TEL: (561) 347-7477
FAX: (561) 347-7789

October 23, 2003

Division of Corporations
The Capitol
409 East Gaines Street
Tallahassee, Florida 32399

Re: Summerhill Holdings, Inc.

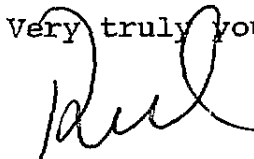
Gentlemen:

In connection with the above referenced Corporation, enclosed please find the original and one copy of the Articles of Incorporation. Please file these Articles with the State and return a copy of same to our office.

We are enclosing our check in the amount of \$70.00 to cover your fee for this service, together with a stamped, self-addressed envelope for your convenience.

If you have any questions, please call.

Very truly yours,



Richard S. Russell
RSR:bm
Enclosures
cc: Mr. Harry Cussen

FILED

03 OCT 27 PM 11:45

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

SUMMERHILL HOLDINGS, INC.

The undersigned Incorporator hereby forms a Corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the Corporation shall be: SUMMERHILL HOLDINGS, INC. The address of the principal office of this Corporation shall be 5772 Vista Linda Lane, Boca Raton, Florida 33432, and the mailing address shall be the same.

ARTICLE II. NATURE OF BUSINESS

This Corporation may engage or transact in 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 maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares of common stock, having a par value of One Dollar (\$1.00) per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the Corporation is Suite 211, 2263 N.W. 2nd Avenue, Boca Raton Florida 33431, and the name of the initial Registered Agent of the Corporation at such address is RICHARD S. RUSSELL.

ARTICLE V. TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All Corporate powers shall be exercised by, or under the authority of, and the business and affairs of the Corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This Corporation shall have two (2) Directors, initially. The name and street address of the initial members of the Board of Directors are:

<u>Name</u>	<u>Address</u>
THOMAS KELLY Dir.	5772 Vista Linda Lane Boca Raton, FL 33432
NORA KELLY Dir.	5772 Vista Linda Lane Boca Raton, FL 33432

ARTICLE VIII. INCORPORATOR

The name and street address of each Incorporator are:

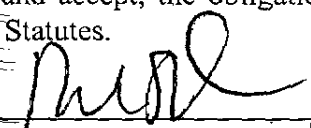
<u>Name</u>	<u>Address</u>
RICHARD S. RUSSELL	Suite 211, 2263 N.W. 2nd Avenue Boca Raton, FL 33431

Executed by the undersigned at Boca Raton, Florida, on this 20th day of October, 2003.


RICHARD S. RUSSELL

ACCEPTANCE OF REGISTERED AGENT

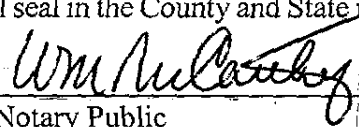
I, RICHARD S. RUSSELL, having a business office identical with the Registered Office of the Corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, am familiar with, and accept, the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.


RICHARD S. RUSSELL

STATE OF FLORIDA
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized to take acknowledgments in the State and County named above, personally appeared RICHARD S. RUSSELL, who is personally known to me and to me known to be the person described as Incorporator in, and who executed, the foregoing Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 23 day of October, 2003.


Notary Public
State of Florida at Large

My Commission expires:

(wpwin/business/corps/sumhil.art)



William McCarthy
My Commission DD192663
Expires April 3, 2007

STATE OF FLORIDA

COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized to take acknowledgments in the State and County named above, personally appeared RICHARD S. RUSSELL, who is personally known to me and to me known to be the person described as Registered Agent in, and who executed, the foregoing Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 23 day of October, 2003.



Notary Public
State of Florida at Large

My Commission expires:



William McCarthy
My Commission DD192003
Expires April 3, 2007