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FLORIDA PROFIT CORPORATION OR P.A.

Hill By Design, Inc.

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1/4/2005

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Hill By Design, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

Hill By Design, Inc. 425 Sparrow Drive Satellite Beach, FL 32937 TALLANIASSEE FLOOR

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,500 Shares at No Par Value

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS
The name and address of the initial registered agent is:

David F. Hill 425 Sparrow Drive Satellite Beach, FL 32937

Prepared By:
Bruce B. Hubbard
77 East John St.
Hicksville, New York 11801
1-516-935-3940

ARTICLES V INITIAL OFFICER(S)/DIRECTOR(S)

The name(s) and street address(es) and title(s) to these Articles of Incorporation is(are):

David F. Hill-President 425 Sparrow Drive Satellite Beach, FL 32937

ARTICLES VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(arc):

David F. Hill 425 Sparrow Drive Satellite Beach, FL 32937

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

4th day of January 2005.

David F. Hill - Signature

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN THE DESIGNATING THE REGISTERED OFFICE/AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:	ill By Design, Inc.
2. The name and address of the registered	l agent and office is:
	David F. Hill
	Name
_	425 Sparrow Drive
	(P.O. Box or Mail Drop Box NOT Acceptable)
_	Satellite Beach, FL 32937
	(City / State / Zip)
corporation at the place designated in agent and agree to act in this capacity	ZOUS JAN H A IO: OL SECRETARY DE STATE IALLAHASSEE, FLORIDA
David F Hill	January 4, 2005 (Date)

SIGNATURE