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January 3, 2005

Leon Law Office_{PA}

Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re:

Apple Hill Enterprises, Inc. New Corporation Filing

Dear Sir or Madam:

Enclosed are two originals of the Articles of Incorporation for the above referenced new corporation; the Certificate of Designation and a check for \$78.75. Please return one signed original to our office along with the Certificate of Status.

Thank you for your assistance with this matter.

Sincerely,

Suzanne Gaulke Legal Assistant

Encs.

Lisa Marcel Leon

5095 US 1 South St. Augustine, FL 32086

Phone 904 794-7190

ARTICLES OF INCORPORATION

OF

APPLE HILL ENTERPRISES, INC.

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

Article I NAME

The name of the corporation shall be: Apple Hill Enterprises, Inc.

Article II PRINCIPAL OFFICE

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SESNETABY OF STATE
FAILLY HASSEE, FLORID

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

205 Second Street St. Augustine, Florida 32084

Article III CAPITAL STOCK

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

Number Class Par value per share
100 Common No Par

The preferences, limitations, designation and relative rights of Common Stock are as follows:

- 1) Ratable participation in earnings by way of cumulative dividends when and if declared by the Board of Directors out of legally available funds;
- 2) Ratable voting rights of one vote per share; and
- 3) Ratable participation in net assets after satisfying creditors upon liquidation.

Article IV PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

Article V INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Anthony J. Bosco 205 Second Street St. Augustine, Florida 32084

Article VI INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Anthony J. Bosco 205 Second Street

St. Augustine, Florida 32084

Jeanne A. Bosco 205 Second Street

St. Augustine, Florida 32084

The undersigned has executed these Articles of Incorporation this 3rd day of January, 2005.

CERTIFICATE OF DESIGNATION 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 designating the registered office/registered agent, in the state of Florida.

- 1. The name of the corporation is Apple Hill Enterprises, Inc.
- 2. The name and address of the registered agent and office is:

Anthony J. Bosco 205 Second Street St. Augustine, Florida 32084 05 JAN -6 PN 2: 03 SESIVETARY OF STATE TALLAHASSEE, FLORIDA

Anthony J. Bosco, President

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 simultaneously with this designation 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 a registered agent.

Anthon J. Bosco January 300, 2005