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STATE OF ALABAMA
FALLAUX, ELLIOTT

05 JAN -6 PM 2:03

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C.S. 1-6

**Leon
Law
Office** PA

January 3, 2005

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

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:

<u>Number</u>	<u>Class</u>	<u>Par value per share</u>
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.

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TALLAHASSEE, FLORIDA

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

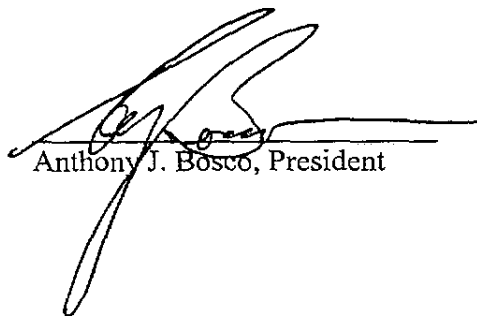
Article VI INCORPORATOR

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

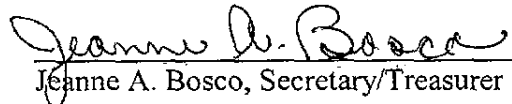
Anthony J. Bosco
205 Second Street
St. Augustine, Florida 32084

Jeanne A. Bosco
205 Second Street
St. Augustine, Florida 32084

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



Anthony J. Bosco, President



Jeanne A. Bosco, Secretary/Treasurer

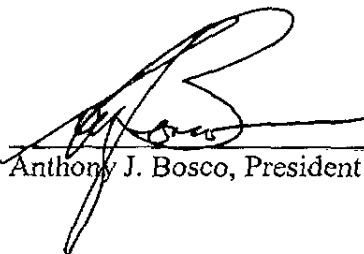
**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

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:

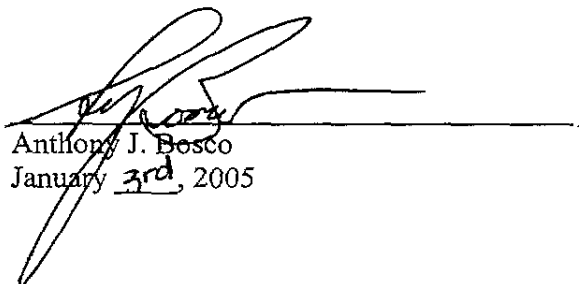
Anthony J. Bosco
205 Second Street
St. Augustine, Florida 32084

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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.



Anthony J. Bosco
January 3rd, 2005