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SHEET TO: DIVISION OF CORPORATIONS FROM: FILINGS, INC. DEPARTMENT OF
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FT LAUDERDALE FL 33311- TALLAHASSEE, FL 32399 CONTACT: TERESA ROMAN
FAX: (904) 922-4000 PHONE: (904) 385-6735 FAX: (904) 385-6761
(((H95000004709))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: HAVERHILL PARTNERS, INC. FAX AUDIT NUMBER: H95000004709 CURREN
STATUS: REQUESTED DATE REQUESTED: 04/26/1995 TIME REQUESTED:
17:00:44 CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0 NUMBER OF
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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

HAVERHILL PARTNERS, INC.

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TALLAHASSEE, FLORIDA

THE UNDERSIGNED acting as Incorporator of a Florida corporation under the Florida General Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is HAVERHILL PARTNERS, INC.

ARTICLE II

DURATION

The Corporation shall have perpetual existence.

ARTICLE III

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporation may be incorporated under the laws of the State of Florida.

ARTICLE IV

CAPITAL STOCK

The Corporation is authorized to issue 7,500 shares of One Dollar (\$1.00) par value Common Stock.

HENRY B. CARPENTER
5461 N. FEDERAL HWY
FT WILDERDALE FL
83309

BAR NO. 350060
305-772-3000

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ARTICLE V

PRINCIPAL PLACE OF BUSINESS, MAILING ADDRESS,
INITIAL REGISTERED OFFICE AND AGENT

The principal place of business and mailing street address of the initial registered office of the Corporation is Suite 300, 3201 North Federal Highway, Fort Lauderdale, FL 33306 and the name of the initial Registered Agent of the Corporation at that address is Jonas S. Nordal.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The Corporation shall initially have two (2) directors to hold office until the first annual meeting of shareholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The names and addresses of the initial directors of the Corporation are:

Jonas S. Nordal
3201 North Federal Highway, #300
Fort Lauderdale, FL 33306

Mark L. Sager
3201 North Federal Highway, #300
Fort Lauderdale, FL 33306

ARTICLE VII

INCORPORATOR

The name and address of the person signing these Articles is:

Jonas S. Nordal
3201 North Federal Highway, #300
Fort Lauderdale, FL 33306

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ARTICLE VIII

AMENDMENTS

The power to amend these Articles of Incorporation in accordance with law is reserved to the shareholders. Any right conferred upon any shareholder by these Articles of Incorporation is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 25 day of April, 1995.

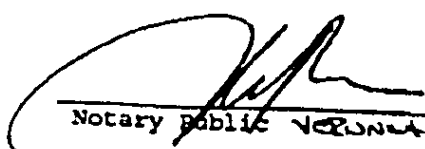

Jonas S. Nordal

STATE OF FLORIDA)

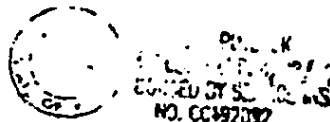
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the state aforesaid and in the county aforesaid to take acknowledgements, personally appeared Jonas S. Nordal, who presented a driver license as photo identification, to me known to be the person described in and who executed the foregoing instrument and acknowledged before me that he executed the same for the purpose expressed.

WITNESS my hand and official seal in the county and state aforesaid this 24th day of April, 1995.


Notary Public VERONICA R. RUCK

My commission expires:



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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial Registered Agent of HAVERHILL PARTNERS, INC. named in the foregoing Articles of Incorporation.

Date: April 25, 1995


By: Jonas S. Nordal

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