

1200 HAYS STREET
TALLAHASSEE, FL 32301

800-343-8086



9500035481

ACCOUNT NO. : 072100000032

REFERENCE : 591951 5087A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : May 5, 1995

ORDER TIME : 10:42 AM

ORDER NO. : 591951

CUSTOMER NO: 5087A

CUSTOMER: Joseph A. Hubert, Esq
JOSEPH A. HUBERT, ESQ

California Federal Tower, 820
2400 East Commercial Boulevard
Fort Lauderdale, FL 33308

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-05/05/95--01067--017
***122.50 ***122.50

DOMESTIC FILING

NAME: HILL TOP SOUTH, INC.

- XXX ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- XXX CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS: _____

RECEIVED
95 MAY -5 AM 11:55
DIVISION OF CORPORATION
FILED
95 MAY -5 PM 2:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. BROWN MAY - 5 1995

CERTIFICATE OF INCORPORATION
OF

HILL TOP SOUTH, INC.

FILED
95 MAY -5 PM 2:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, hereby apply to become a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I.

The name of this Corporation shall be:

"HILL TOP SOUTH, INC."

ARTICLE II.

The principal place of business of the Corporation shall be situated at:

899 East Palmetto Park Rd.
Boca Raton, Florida 33432

ARTICLE III.

The nature of the business shall include any lawful act or activity for which corporation may be organized under the general corporation Law of Florida, and shall include the power to make political contributions.

ARTICLE IV.

The total authorized capital stock of this corporation shall be Five Hundred (500) shares of Common Stock, having a par value of One (\$1.00) Dollar per share, fully paid and non-assessable.

ARTICLE V.

The amount of capital with which this corporation shall commence business shall be not less than Five Hundred (\$500.00) Dollars.

ARTICLE VI.

This corporation shall have perpetual existence.

ARTICLE VII.

The business of this Corporation shall be conducted by a Board of Directors, which shall consist of not less than one (1), nor more than five (5) Directors.

ARTICLE VIII.

The names and addresses of the members of the first Board of Directors, who shall hold office from the organization of this Corporation to the first Annual Meeting thereof, or until their successors are elected and qualified are:

NAME

ADDRESS

JOSEPH A. HUBERT

2400 E. Commercial Blvd.
Ft. Lauderdale, FLA. 33308

ARTICLE IX.

The following persons shall hold office named until their

successors shall be regularly elected and qualified:

NAME

ADDRESS

JOSEPH A. HUBERT
President/Secretary

2400 E. COMMERCIAL BLVD.
FT. LAUDERDALE FLA. 33308

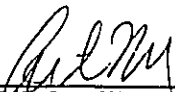
ARTICLE X.

The names and addresses of each subscriber and the
number of shares of stock which each agrees to take are:

JOSEPH A. HUBERT
2400 E. Commercial Blvd.
Ft. Lauderdale, FLA. 33308

Five Hundred
(500) Shares

IN WITNESS WHEREOF, I have hereunto set my hand and seal
at Fort Lauderdale, Broward County, Florida, this 4th
day of May, 1995.



JOSEPH A. HUBERT

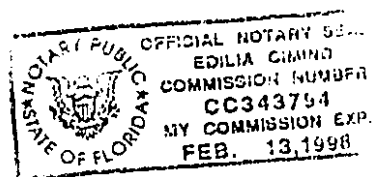
STATE OF FLORIDA]
]
COUNTY OF BROWARD]

I HEREBY CERTIFY THAT ON THIS 4th day of may, 1995, personally came and appeared before me, the undersigned authority, JOSEPH A. HUBERT, to me known, and known to me to be the person(s) described in and who acknowledged to me that they executed the foregoing Certificate of Incorporation as their free and voluntary act and deed and for uses and purposes expressed therein.

IN WITNESS WHEREOF, I have hereunto set my hand and seal and the day and year first above written.



NOTARY PUBLIC/MY COMMISSION EXPIRES/SEAL



FILED
95 MAY -5 PM 2:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST: That HILL TOP SOUTH, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at the City of Boca Raton, County of Palm Beach, State of Florida, has named JOSEPH A. HUBERT, located at 2400 East Commercial Blvd., City of Fort Lauderdale, County of Broward, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above Corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


RESIDENT AGENT