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TALLAHASSEE, FL 32301
904 222 9171
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131.25



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ACCOUNT NO. : 072100000032

REFERENCE : 605814 6594A

AUTHORIZATION :

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-05/31/95--01107--003
***1977.50 ***131.25

COST LIMIT : 9 PREPAID

ORDER DATE : May 26, 1995

ORDER TIME : 9:44 AM

ORDER NO. : 605814

CUSTOMER NO: 6594A

CUSTOMER: Joel S. Piotrkowski, Esq
GREEN KAHN & PIOTRKOWSKI, PA

317 71st Street

Miami Beach, FL 33141

8.75
V. TAX 8.75
FILING 35.00
R. AGENT FEE 35.00
S. COPY 51.50
TOTAL 131.25
V. BANK
BALANCE DUE
REFUND

DOMESTIC FILING

NAME: SPRING TREE HILL, INC.

File 1st

\$131.25

XXX - ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXXX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS: _____

FILED
MAY 26 AM 11:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
RECORDED
MAY 25 AM 11:25
DIVISION OF CORPORATION

FILED

95 MAY 26 AM 11:38

ARTICLES OF INCORPORATION SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OF

SPRING TREE HILL, INC.

The undersigned, of legal age, hereby form this corporation under the laws of the State of Florida.

ARTICLE I.

NAME

The name of this corporation shall be SPRING TREE HILL, INC.

ARTICLE II.

GENERAL NATURE OF BUSINESS

The general nature of the business and the objects and purposes proposed to be transaction and carried on are to do any and all of the things mentioned, as fully and to the same extent as natural persons might or could do, including, but not limited to:

1. Any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III.

CAPITAL STOCK

The corporation is authorized to have Five Hundred (500) Shares of stock outstanding with a par value of One and No/100 (\$1.00) Dollar each.

All of said stock shall be payable in cash, property (real or personal), labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this corporation.

ARTICLE IV.

CORPORATE EXISTENCE

This corporation shall exist perpetually, unless sooner dissolved according to law.

ARTICLE V.

PRINCIPAL PLACE OF BUSINESS

The principal place of business of this corporation shall be 2030 South Ocean Drive, Suite 820, Hallandale, Florida 33009, with the privilege of having branch offices at other places within or without the State of Florida.

ARTICLE VI.

REGISTERED AGENT

The name and street address of the Registered Agent of this corporation is Joel S. Plotrkowski, 317 - 71st Street, Miami Beach, Florida 33141.

ARTICLE VII.

NUMBER OF DIRECTORS

The number of directors of this corporation shall be not less than one (1) or more than the number specified in the by-laws of the corporation.

ARTICLE VIII.

DIRECTORS

The names and street addresses of the first Board of Directors who, subject to the provisions of these Articles of Incorporation and By-Laws of the corporation, shall hold office for the first year of the existence of the corporation, shall hold office for the first year of the existence of the corporation or until their successors are elected or appointed and have qualified are:

<u>Name</u>	<u>Address</u>
Isaac Reiter	2030 South Ocean Drive Suite 820 Hallandale, Fl. 33009

ARTICLE IX.

INCORPORATOR(S)

The names and street addresses of the Incorporator(s) to these

Articles of Incorporation is(are):

Name	Address
Isaac Reiter	2030 South Ocean Drive Suite 820 Hallandale, Fl. 33009

ARTICLE X.

OTHER PROVISIONS

The Directors of this corporation shall have the power to make or amend the By-Laws and to fix any amount to be reserved for working capital.

The private property of the stockholders shall not be subject to the payment of the corporate debts in any extent whatever. The corporation shall have a first lien on the shares of its members and upon the dividends due them for any indebtedness of such members of the corporation.

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

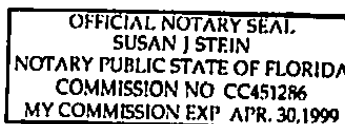
Isaac Reiter

STATE OF FLORIDA)
):SS.
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 25th day of May, 1995, by Isaac Reiter, to me well known to be the individual described in and who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed the same for the purposes herein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at Hallandale, Florida, this 25th day of May, 1995.

Susan J. Stein



FILED

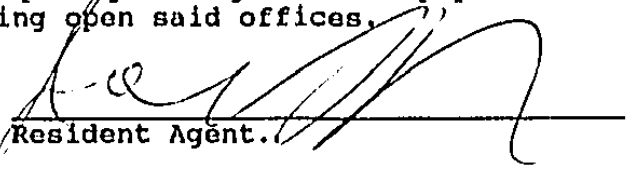
05 MAY 26 AM 11:39

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

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

First, that Spring Tree Hill, Inc., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, in the City of Tampa, County of Hillsborough, State of Florida has named Joel S. Piotrkowski, of Green, Kahn, Piotrkowski & Miller, PA., 317 - 71st Street, Miami Beach, Florida 33141, as its agent to accept service of process within this State.

Having been named to accept service of process for the above states corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act to keeping open said offices.


Resident Agent.