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TALLAHASSEE, FLORIDA

C T CORPORATION SYSTEM
Requestor's Name
660 East Jefferson Street
Address
Tallahassee, Florida 32301
City State Zip Phone
904-222-1092
CORPORATION(S) NAME

100001733121
-03/05/96--01112--008
****700.00 ****70.00

Haveshill Picnics, Inc.

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☐ NonProfit
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☐ Foreign
☐ Limited Partnership
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D. BROWN MAR - 5 1996

STATE OF FLORIDA
ARTICLES OF INCORPORATION
OF
HAVERHILL PROMOTIONS, INC.

FILED
96 MAR -4 AM 10:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

ARTICLE 1 - NAME

The name of the Corporation is **HAVERHIL PROMOTIONS, INC.**
(hereinafter, "Corporation")

ARTICLE 2 - PURPOSE OF CORPORATION

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE 3 - PRINCIPAL OFFICE

The address of the principal office of this Corporation is 6550 Griffin Road, #106, Davie, Florida 33314 and the mailing address is the same.

ARTICLE 4 - INCORPORATOR

The name and street address of the incorporator of this Corporation is Elidia Martinez whose address is 3601 Algonquin Road, Suite 800, Rolling Meadows, Illinois 60008 and the mailing address is the same.

ARTICLE 5 - OFFICERS

The officers of the Corporation shall be:

President:	John Boone
Vice-President:	David K. Cooper
Secretary:	David K. Cooper

ARTICLE 6 - DIRECTOR(S)

The Director(s) of the Corporation shall be:

John Boone

David K. Cooper

ARTICLE 7 - CORPORATE CAPITALIZATION

7.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is **SEVEN THOUSAND FIVE HUNDRED (7,500)** shares of common stock, each share having the par value of **ONE DOLLAR (\$1.00)**.

7.2 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director(s) may deem advisable in connection with such issuance.

7.3 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

7.4 The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

ARTICLE 8 - POWERS OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

ARTICLE 9 - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE 10 - REGISTERED OWNER(S)

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

ARTICLE 11 - REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Corporation is c/o C.T. Corporation System, 1200 South Pine Island Road, City of Plantation, Florida 33324. The name and address of the registered agent of this Corporation is C.T. Corporation System.

ARTICLE 12 - BYLAWS

The Board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

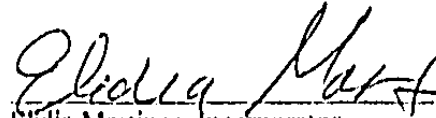
ARTICLE 13 - EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE 14 - AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

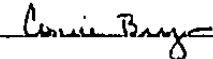
IN WITNESS WHEREOF, I have hereunto set my hand and seal,
acknowledged and filed the foregoing Articles of Incorporation under the laws of the State
of Florida, this 1 March 1996.


Elidia Martinez, Incorporator

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

C.T. Corporation System, having a business office identical with the
registered office of the Corporation name above, and having been designated as the
Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and
accepts the obligations of the position of Registered Agent under Section 607.0505,
Florida Statutes.

C.T. Corporation System

By: 

CONNIE BRYAN
SPECIAL ASSISTANT SECRETARY

TYPE NAME OF OFFICER

TITLE OF OFFICER

FILED
96 MAR -4 AM 10:15
TALLAHASSEE, FLORIDA

P96000019949

April 26, 1996

Ms. Sandra B. Mortham
Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Change of Address

Dear Ms. Mortham:

Please be good enough to change the address in your files for the following Corporation:

CURRENT ADDRESS:

6550 Griffin Road
Suite 106
Davie, Florida 33314

NEW ADDRESS:

159 Madeira Avenue
Coral Gables, FL 33134

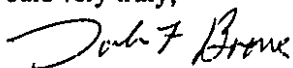
CORPORATION:

HAVERHILL PROMOTIONS, INC.

Document Number P96000019949

Your kind attention to this matter will be greatly appreciated.

Yours very truly,



John Boone, President for
the above Corporation

mta

5-2-96