

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P980000021156

Beacon Hill Development, Inc.

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<input type="checkbox"/>	LTD Partnership File	
<input type="checkbox"/>	Foreign Corp. File	8800002448238-4 -03/05/98-01063-009
<input type="checkbox"/>	L.C. File	*****70.00 *****70.00
<input type="checkbox"/>	Fictitious Name File	
<input type="checkbox"/>	Trade/Service Mark	
<input type="checkbox"/>	Merger File	
<input type="checkbox"/>	Art. of Amend. File	
<input type="checkbox"/>	RA Resignation	
<input type="checkbox"/>	Dissolution / Withdrawal	
<input type="checkbox"/>	Annual Report / Reinstatement	
<input type="checkbox"/>	Cert. Copy	
<input checked="" type="checkbox"/>	Photo Copy	
<input type="checkbox"/>	Certificate of Good Standing	
<input type="checkbox"/>	Certificate of Status	
<input type="checkbox"/>	Certificate of Fictitious Name	
<input type="checkbox"/>	Corp Record Search	
<input type="checkbox"/>	Officer Search	
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<input type="checkbox"/>	Vehicle Search	
<input type="checkbox"/>	Driving Record	
<input type="checkbox"/>	UCC 1 or 3 File	
<input type="checkbox"/>	UCC 11 Search	
<input type="checkbox"/>	UCC 11 Retrieval	
<input type="checkbox"/>	Courier	

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98 MAR -5 PM 2:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
98 MAR +5 PM 12:45
DIVISION OF CORPORATION

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

9/25-98

DN 3-5-98 10:24

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
BEACON HILL DEVELOPMENT, INC.

The undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, and desiring to form a corporation under the laws of the State of Florida, hereby certifies as follows:

ARTICLE I - NAME AND ADDRESS

The name of the corporation is Beacon Hill Development, Inc. and the address of its principal place of business is 1637 East Vine Street, Suite E, Kissimmee, Florida 34744.

ARTICLE II - PURPOSE

The purpose for which the corporation has been formed is as follows: To engage in and transact any or all lawful business for which a corporation may be incorporated under Chapter 607 of the Florida Statutes.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which the corporation shall have the authority to issue is one hundred thousand (100,000) shares of Common Stock having a par value of one cent (\$0.01) per share.

ARTICLE IV - REGISTERED AGENT AND REGISTERED OFFICE

The street address of the corporation's registered office is 1637 East Vine Street, Suite E, Kissimmee, Florida 34744 and the name of the corporation's registered agent at such address is James F. Basque.

ARTICLE V - DIRECTORS

The number of directors constituting the initial board of directors shall be one (1) and thereafter the number of directors shall be such number (one or more) as is fixed from time to time in the bylaws of the Corporation.

ARTICLE VI - INCORPORATOR

The name and address of the corporation's sole incorporator is James F. Basque, 1637 East Vine Street, Suite E, Kissimmee, Florida 34744.

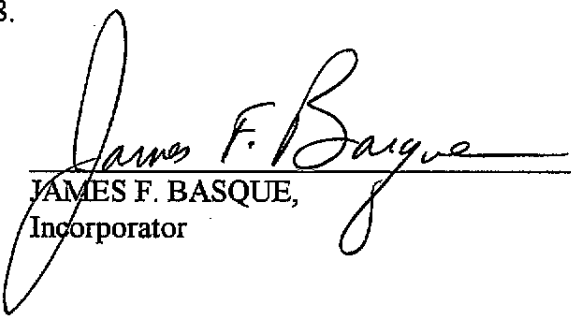
ARTICLE VII - INDEMNIFICATION

Each director and officer, in consideration of his service, shall be indemnified, whether then in office or not, for any claims, liabilities, costs or expenses, including but not limited to the reasonable costs and expenses incurred by him or her in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his or her being or having been an officer of the corporation or director of the corporation, whether or not wholly owned or by reason of any act or omission to act as such director or officer. The foregoing right of indemnification shall not be exclusive of any other rights to which any director or officer may be entitled as a matter of law.

ARTICLE VIII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendments thereto.

IN WITNESS WHEREOF, these Articles of Incorporation have been signed by the undersigned as of the 4th day of March, 1998.



JAMES F. BASQUE,
Incorporator

STATE OF FLORIDA)
 :SS
COUNTY OF OSCEOLA)

BEFORE ME, the undersigned Notary Public, personally appeared James F. Basque known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and he acknowledged that he subscribed the said instrument for the uses and purposes set forth therein.

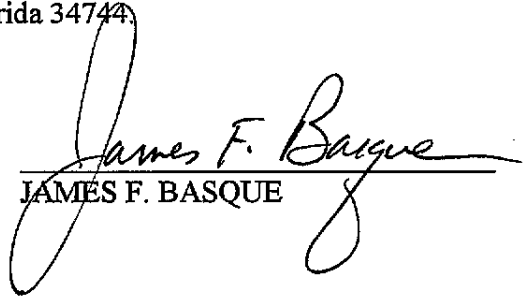
WITNESS my hand and official seal in the County and State last aforesaid this 4th day of March, 1998.

(NOTARIAL SEAL)



Margaret Ann Simmons
Notary Public, State of Florida
My Commission Expires: 12/21/2001

Acceptance of designation as Registered Agent: James F. Basque does hereby accept the foregoing designation as registered agent for the corporation for service of process as to the above corporation, 1637 East Vine Street, Kissimmee, Florida 34744.


JAMES F. BASQUE

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