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Docket File.

Thank,  
Brenda

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ATTN BRENDA  
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3/05/97 CORPORATE DETAIL RECORD  
 NUM: P39629 ST:NH ACTIVE/FOREIGN PROF Y  
 LAST: REINSTATEMENT Y  
 FEI#: 02-0451320  
 NAME : HAMPTON HOLDING CO., INC. OF NEW HAMP  
 PRINCIPAL: P.O. BOX 2007  
 ADDRESS N. CONWAY, NH 03860-2007  
 MAILING : PO BOX 24448  
 ADDRESS FT. LAUDERDALE, FL 33301  
 RA NAME : DEVOE, SYBLE  
 RA ADDR : 200 S.E. 6TH ST., #202A  
 FORT LAUDERDALE, FL 33301 US  
 ANN REP : (1995) B 02/21/95 (1996) B 05/01/96 (1997) B 02/07/97

3/05/97 OFFICER/DIRECTOR DETAIL SCREEN 8:25 AM  
 CORP NUMBER: P39629 CORP NAME: HAMPTON HOLDING CO., INC. OF NEW HAMPSHI  
 TITLE: DT NAME: KING, VIRGINIA  
 4250 GALT OCEAN DR., #5P  
 FT. LAUDERDALE, FL  
 TITLE: P NAME: CILLO, AVA  
 3041 N.E. 47TH ST.  
 FT. LAUDERDALE, FL

- ACK \_\_\_\_\_
- AFA \_\_\_\_\_
- APP \_\_\_\_\_
- CAF \_\_\_\_\_
- CMU \_\_\_\_\_
- CTR \_\_\_\_\_
- EAG \_\_\_\_\_
- LEG \_\_\_\_\_
- LIN \_\_\_\_\_
- OPC \_\_\_\_\_
- RCH \_\_\_\_\_
- SEC   /
- WAS \_\_\_\_\_
- OTW \_\_\_\_\_

DOCUMENT NUMBER-DATE  
 02411 MAR-56  
 EPSC-RECORDS/REPORTING

State of New Hampshire  
Department of State

CERTIFICATE OF INCORPORATION  
OF

HAMPTON HOLDING CO., INC.

The undersigned, as Deputy Secretary of State of the State of New Hampshire, hereby certifies that duplicate originals of Articles of Incorporation for the incorporation of HAMPTON HOLDING CO., INC., duly signed pursuant to the provisions of the New Hampshire Business Corporation Act, have been received in this office.

ACCORDINGLY the undersigned, as such Deputy Secretary of State, and by virtue of the authority vested in him by law, hereby issues this Certificate of Incorporation of HAMPTON HOLDING CO., INC. and attaches hereto a duplicate original of the Articles of Incorporation.

IN TESTIMONY WHEREOF, I hereto  
set my hand and cause to be  
affixed the Seal of the State  
of New Hampshire this 19th  
day of July, 1990



*Robert P. Ambrose*

Robert P. Ambrose  
Deputy Secretary of State

THE STATE OF NEW HAMPSHIRE  
RECORD OF ORGANIZATION  
OF  
HAMPTON HOLDING CO., INC.  
ARTICLES OF INCORPORATION

**FILED**  
JUL 19 1990  
NEW HAMPSHIRE  
SECRETARY OF STATE

I, the undersigned, being of lawful age, for the purpose of forming a corporation under the provisions of Chapter 293-A of the Revised Statutes Annotated of New Hampshire (Supplement), do hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of this corporation shall be HAMPTON HOLDING CO., INC., and its duration shall be in perpetuity.

ARTICLE II

The purposes for which this corporation is established are as follows:

(a) To carry on the business of purchasing, leasing, or otherwise acquiring by bequest, devise, gift, or other means, and to hold, own, manage, or develop, and to mortgage, hypothecate, deed in trust, sell, convey, exchange, option, subdivide, or otherwise dispose of real and personal property of every class and description and any estate or interest therein, as may be necessary or convenient for the proper conduct of the affairs of the corporation, without limitation as to amount or value, in any

of the states, districts, or territories of the United States, and in any and all foreign countries, subject to the laws of any such states, districts, territories, or countries. Further, to erect, construct, maintain, improve, rebuild, enlarge, alter, manage, and control, directly or through ownership of stock in any corporation, any and all kinds of buildings, houses, stores, offices, shops, warehouses, factories, mills, machinery, and plants, and any and all other structures and erections that may at any time be necessary, useful, or advantageous for the purposes of the corporation. Further, to sell, assign, convey, exchange, lease and otherwise deal in and dispose of such real and personal property, lands, buildings, chattels, chattels real, rights, easements, privileges, choses in action, notes, bonds, mortgages, and securities as may lawfully be acquired, held, or disposed of by the corporation under the laws of the State of New Hampshire. The principal place of business shall be located in Intervale, New Hampshire;

(b) Such other purposes which are lawful pursuant to R.S.A. Chapter 293-A (Supp.), and the corporation is specifically empowered to transact any and all lawful business for which corporations may be incorporated under said chapter.

(c) The corporation shall have such powers as are specifically referred to in R.S.A. 293-A:4 (Supp.) and which are incorporated herein by reference.

ARTICLE III

The capital stock will be sold or offered for sale within the meaning of RSA 421-B (New Hampshire Securities Act). A certificate from the New Hampshire Insurance Commission has been received and is annexed hereto. (RSA 421-B:13).

ARTICLE IV

The capitalization of the corporation shall be 300 Shares of Common Stock with no par value.

ARTICLE V

Shareholders shall have no preemptive rights to acquire unissued or treasury shares or securities convertible into such shares or carrying a right to subscribe to or to acquire shares.

ARTICLE VI

Provisions for the regulation of the internal affairs of the corporation are:

- A. The initial By-Laws of the corporation to be adopted by the directors shall not be altered, amended or repealed, nor shall new By-Laws be adopted except by vote of the shareholders at any regular or special meeting.
- B. At each election for directors every shareholder entitled to vote at the election shall have the right to vote, in person or by proxy, the number of shares owned by him for as many persons as there are directors to be elected and for whose election he has a right to vote or to cumulate his votes by giving one candidate as many votes as the number of directors multiplied by the number of his shares shall equal, or by distributing his votes on the same principal among any number of candidates.

ARTICLE VII

The initial Secretary of the Corporation and its initial

Registered Agent shall be Dorcas H. Deans, whose business address is c/o Cooper, Fauver & Deans, P.A., Pine Street, P. O. Box 450, North Conway, NH 03860, and such address shall be the initial Registered Office.

ARTICLE VIII

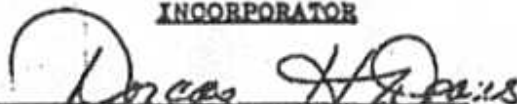
The initial Board of Directors shall consist of one (1) person, who need not be a resident of New Hampshire or shareholder of the corporation, and the following person will serve as Director until the first annual meeting of shareholders or until his successor is elected and qualified:

Randall Cook

11 Water Street  
Waterville, ME 04901

Dated this 17th day of July, 1980.

INCORPORATOR

  
Dorcas H. Deans

Cooper, Fauver & Deans, P.A.  
Pine Street, P.O. Box 450  
North Conway, N.H. 03860