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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
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FAX: (904) 922-4000

FROM: MISHAN, SLOTO, HOFFMAN & GREENBERG,
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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

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NAME: AAG GENERAL, INC.
FAX AUDIT NUMBER: H95000002281
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This instrument prepared by:
Freddie A. Hoffman, Esquire - 206083
Mishan, Soto, Hoffman & Greenberg, P.A.
2350 First Union Financial Center
200 S. Biscayne Boulevard
Miami, Florida 33131
(305) 379-1792

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**ARTICLES OF INCORPORATION
OF
AAG GENERAL, INC.**

ARTICLE I - NAME

The name of this corporation is AAG GENERAL, INC.

ARTICLE II - CORPORATE EXISTENCE

The existence of this corporation shall commence on the day of filing the Articles of Incorporation; provided that if such day be unauthorized under law, then on the earliest day allowable pursuant to Florida law for the commencement of corporate existence. The duration of the corporation shall be perpetual.

ARTICLE III - PURPOSE

The nature of the business and the objects and purposes to be transacted, promoted, or carried on by the corporation are to engage in any lawful act, activity or business for which corporations may be organized under the laws of the State of Florida. Additionally, the corporation shall have all of the powers vested in a corporation organized under and existing by virtue of the laws of the State of Florida.

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ARTICLE IV - CAPITAL STOCK

The capital stock authorized, the par value thereof, and the class of such stock shall be as follows:

<u>NUMBER OF SHARES AUTHORIZED</u>	<u>PAR VALUE PER SHARE</u>	<u>CLASS OF STOCK</u>
7,500	\$1.00	Common

ARTICLE V - PRINCIPAL OFFICE

The corporation's principal office shall initially be located at the following address:

9350 S. Dixie Highway, Suite 900
Miami, Florida 33156

The corporation's mailing address shall, initially, be located at the same address.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation and the name of the initial registered agent of this corporation at such address are as follows:

REGISTERED AGENT

Robert Puck

STREET ADDRESS OF REGISTERED OFFICE

9350 S. Dixie Highway, Suite 900
Miami, Florida 33156

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The initial director of this corporation shall be the Incorporator named below.

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these articles is:

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NAME

Robert Puck

ADDRESS


9350 S. Dixie Highway, Suite 900
Miami, Florida 33156

ARTICLE IX - INDEMNIFICATION

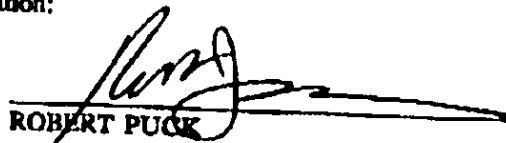
This corporation shall indemnify all officers and directors, and former officers and directors, to the fullest extent permitted by law as the law now exists or may be amended hereafter.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 24th day of February, 1995.

Incorporator and Initial Member of Board of Directors:


ROBERT PUCK

I, the undersigned initial registered agent, am familiar with and accept the duties and responsibilities as registered agent for the corporation:


ROBERT PUCK

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