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* BOARD CERTIFIED MARITAL AND FAMILY LAW and
FELLOW AMERICAN ACADEMY MATRIMONIAL LAWYERS

July 31, 1997

via FEDERAL EXPRESS

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

RE: AOC, INC.

300002255043--5
-08/01/97--01068--004
****122.50 ****122.50

Dear Sir/Madam:

We enclose the original and one copy of the Articles of Incorporation for the above-named corporation with Acceptance of Registered Agent and our \$122.50 check in payment of the following fees:

	EFFECTIVE DATE
Filing of Articles of Incorporation	\$35.00 7/31/97
Registered Agent Designation	\$35.00
Certified copy of Articles of Incorporation	\$52.50

Please certify the enclosed copy of the Articles of Incorporation and return them, together with the filing receipt to our offices at the address indicated above.

Very truly yours,

HUNT, COOK, RIGGS, MEHR & MILLER, P.A.

By: *Lawrence J. Miller*
LAWRENCE J. MILLER

jal
Enclosures
cc: Mr. & Mrs. Edward M. Rod

FILED

ARTICLES OF INCORPORATION

97 AUG -1 PM 12:19

FOR

TALLAHASSEE, FLORIDA

AOC, INC.

The undersigned, acting as incorporator under the Florida Business Corporation Act, adopts the following Articles of Incorporation for AOC, INC.

EFFECTIVE DATE

7-31-97

1. The name of the corporation is AOC, INC.
2. The principal office of the corporation is:
19634 Baycove Drive
Boca Raton, FL 33434.
3. The corporation shall have authority to issue 7500 shares of stock, all of one class with a par value of \$.10 per share.
4. The corporation's initial registered office is: 2200 Corporate Boulevard, N.W., Suite 401, Boca Raton, Florida 33431. The name of the corporation's initial registered agent at this office is HCRM Corp.
5. The purpose of the corporation is to engage in any activity or business permitted under the laws of the United States or Florida.
6. The number of directors constituting the initial board of directors is one and his name and address is:

Name

Address

EDWARD M. ROD

19634 Baycove Drive
Boca Raton, FL 33434

7. The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
HCRM Corp.	2200 Corporate Boulevard, N.W. Suite 401 Boca Raton, Florida 33431

8. The effective date of the corporate existence pursuant to section 607.0203 of the Florida Statutes shall be July 31, 1997, provided such date is within five (5) business days prior to the date of filing.

Executed and subscribed at Boca Raton, Florida on July 31, 1997.

HCRM Corp., as Incorporator

By: Lawrence J. Miller, VP
Lawrence J. Miller, Vice President

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing Articles of Incorporation of AOC, INC. were acknowledged before me by Lawrence J. Miller, Vice President of HCRM Corp., who is personally known to me and who did not take an oath, on this 31st day of July, 1997, on behalf of HCRM Corp.

Jane Lighton
Notary Public
My commission expires:
Printed Name:



JANE LIGHTON
MY COMMISSION # CC302972 EXPIRES
July 22, 1998
BONDED THROUGH FARM INSURANCE, INC.

Acceptance of Registered Agent

HCRM CORP. hereby accepts the above appointment as registered agent of AOC, INC., and acknowledges that it is familiar with the obligations of that position.

HCRM CORP.

By: Lawrence J. Miller
LAWRENCE J. MILLER, Vice President

FILED
97 AUG -1 PM 2:19
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing Acceptance of Registered Agent was acknowledged before me by LAWRENCE J. MILLER as Vice President of HCRM Corp., who is personally known to me and who did not take an oath, on this 31st day of July, 1997, on behalf of the Corporation.

Jane Lighton
Notary Public
My commission expires:
Printed Name:



JANE LIGHTON
MY COMMISSION # CC302672 EXPIRES
July 22, 1998
BONDED THROUGH TROY FARM INSURANCE, INC.