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UPCHURCH-BAILEY&UPCHURCH

P. 001

P98000055727

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

FROM: UPCHURCH, BAILEY & UPCHURCH, P.A.

ACCT#: 075350000207

CONTACT: JOHN D. BAILEY

PHONE: (904)829-9066

FAX #: (904)825-4862

NAME: A & E ASSOCIATES OF ST. AUGUSTINE, INC.

AUDIT NUMBER.....H98000011588 4

DOC TYPE.....Filing Articles of Incorporation - For-Profit

CERT. OF STATUS.....0

PAGES.....4

6

CERT. COPIES.....0

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**ARTICLES OF INCORPORATION
FOR
A & E ASSOCIATES OF ST. AUGUSTINE, INC.**

The undersigned natural person, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

Corporate Name and Principal Office

The name of the corporation shall be: **A & E Associates of St. Augustine, Inc.**, and the mailing and street address of the Corporation's principal office shall be located at 5042 Atlantic View, St. Augustine, Florida 32084.

ARTICLE II

Nature of Business

The general nature of the business to be transacted by the Corporation shall be to engage in any activity or business permitted under the laws of the United States or this State.

ARTICLE III

Shares of Stock

The aggregate number of shares which the Corporation shall be authorized to issue is One Thousand (1000) shares of common stock at a par value of One Dollar (\$1.00) per share.

Michael A. Siragusa
Upchurch, Bailey & Upchurch, P.A.
Post Office Box 3007
St. Augustine, Florida 32085-3007
Florida Bar No. 883905

Audit # H98000011588 4

ARTICLE IV

Term of Existence

The Corporation shall exist perpetually.

ARTICLE V

Incorporator(s)

The name and address of the undersigned incorporator is:

NAME

ADDRESS

Michael A. Siragusa

Upchurch, Bailey & Upchurch, P.A.
Post Office Drawer 3007
St. Augustine, Florida 32085-3007

ARTICLE VI

Initial Directors and Officers

The name and address of each member of the Board of Directors and the officers are:

NAME

ADDRESS

OFFICE

Bruce Ewing

225 Michael Drive
St. Augustine, Florida 32086

President/Secretary
Director

Ian Abarbanel

5042 Atlantic View
St. Augustine, Florida 32084

Vice-President/Treasurer
Director

Michael A. Siragusa
Upchurch, Bailey & Upchurch, P.A.
Post Office Box 3007
St. Augustine, Florida 32085-3007
Florida Bar No. 883905

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ARTICLE VII

Registered Agent and Office

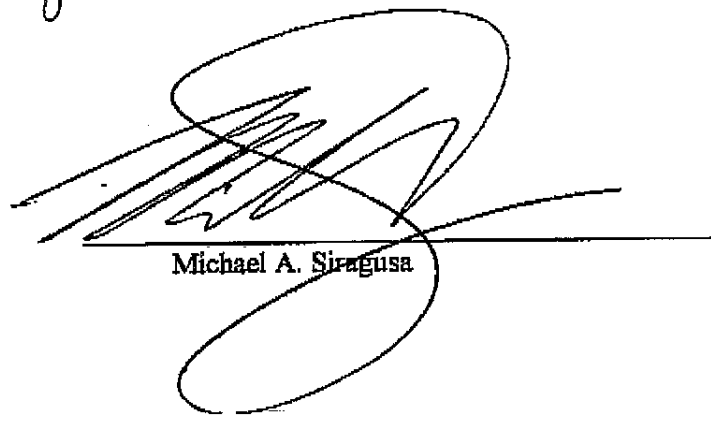
The name of the Corporation's initial registered agent is Michael A. Siragusa, and the street and mailing address of the Corporation's initial registered office in Florida is 780 N. Ponce de Leon Boulevard, St. Augustine, Florida 32084.

ARTICLE VII

Amendment

These Articles of Incorporation may be amended in any manner provided by law or according to the By-Laws of this Corporation. Every amendment shall be approved by the Board of Directors and a majority of the stockholders entitled to vote thereon.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 22 day of June, 1998.



Michael A. Siragusa

Michael A. Siragusa
Upchurch, Bailey & Upchurch, P.A.
Post Office Box 3007
St. Augustine, Florida 32085-3007
Florida Bar No. 883905

Audit # F98000011588 4

STATE OF FLORIDA
COUNTY OF ST. JOHNS

THE FOREGOING INSTRUMENT was acknowledged before me this 22 day of JUNE, 1998, by Michael A. Siragusa, who did not take an oath and who: (notary must check applicable box)

- is personally known to me.
- produced current driver's license(s) as identification.
- produced _____ as identification.



REBECCA ALANIER
Notary Commission CC391953
Expires Jul. 12, 1998
TALLAHASSEE, FLORIDA
800-452-7855

Rebecca A. Alanier

Signature of Notary

ACCEPTANCE BY REGISTERED AGENT

I am familiar with and accept the duties and responsibilities as Registered Agent for the foregoing corporation.

[Handwritten Signature]

Michael A. Siragusa

Michael A. Siragusa
Upchurch, Bailey & Upchurch, P.A.
Post Office Box 3007
St. Augustine, Florida 32085-3007
Florida Bar No. 883905

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