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WRITER'S DIRECT DIAL NO.:
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FILED
98 SEP 21 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
H. J. WIN LEVY
RETIRED

P98000082223
September 17, 1998

State of Florida
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

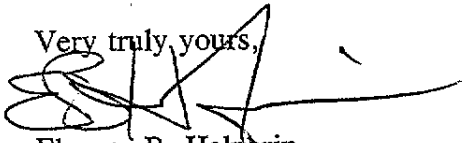
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-09/21/98--01083--010
****122.50 ****122.50

RE: Port-O-John, Inc. Articles of Incorporation

Dear Sir/Madam:

Enclosed is the original and copy of Articles of Incorporation for the above-referenced corporation together with our check in the amount of \$122.50 for the filing fee. Please return a certified copy of the filed Articles to the undersigned.

Very truly yours,



Eleanor B. Halperin

EBH/trc

Enc.

SD
9/22

ARTICLES OF INCORPORATION

OF

AAA Port-O-John, Inc.

FILED
98 SEP 21 PM 14:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby makes, subscribes, acknowledges and files these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

ARTICLE I -- NAME AND PRINCIPAL OFFICE

The name of the corporation shall be AAA Port-O-John, Inc. The principal office and mailing address of the corporation is 6823 Vista Parkway North, West Palm Beach, Florida 33411.

ARTICLE II -- DURATION

The corporation shall have perpetual existence.

ARTICLE III -- PURPOSE

The purpose of this corporation is engaging in any activity or business permitted under the laws of the United States or of this State.

ARTICLE IV -- CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of capital stock with a par value of \$1.00 per share.

ARTICLE V -- INITIAL REGISTERED OFFICE AND AGENT

The street address in this state of the initial registered office of the corporation is 1400 Centrepark Blvd., Suite 1000, West Palm Beach, Florida 33401, and the name of the initial registered agent at such address is Eleanor B. Halperin.

ARTICLE VI -- INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of two (2) members. The number of directors may be increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial directors are:

Chris Heine
6823 Vista Parkway North
West Palm Beach, FL 33411

Kenneth Auburn
6823 Vista Parkway North
West Palm Beach, FL 33411

