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99 DEC 23 AM 9:43

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 527824 8997A

AUTHORIZATION : *Patricia Pizant*

COST LIMIT : \$ 78.75

ORDER DATE : December 23, 1999

ORDER TIME : 2:06 PM

ORDER NO. : 527824-015

CUSTOMER NO: 8997A

800003079748--6

CUSTOMER: J. Jeffrey Thistle, Esq
DEVITT THISTLE & DEVITT
DEVITT THISTLE & DEVITT
30 S. E. 4th Avenue
Delray Beach, FL 33483

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: ALIAGA SCORP.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Erika Carlson

EXAMINER'S INITIALS: *PA 12/27/99*

ARTICLES OF INCORPORATION
OF
ALIAGAS CORP.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation shall be as follows:

ALIAGAS CORP.

The address of the principal office of this corporation shall be:

5853 South Congress Avenue, Atlantis, Florida 33462

ARTICLE II

DURATION

The term of existence of the corporation is perpetual.

ARTICLE III

PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV

CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is one thousand (1000) shares, all of which shall be common shares with par value of \$1.00.

ARTICLE V

PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

ARTICLE VI

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is as follows:

5853 South Congress Avenue, Atlantis, Florida 33462

The name of the initial registered agent at such address is as follows:

Frank Aliaga

ARTICLE VII

MANAGEMENT BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of and the business and affairs of this corporation shall be managed under the direction of the shareholders of this corporation. There shall be no Directors of this corporation.

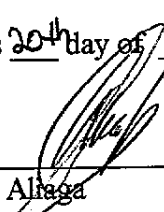
ARTICLE VIII

INCORPORATOR

The name and address of the incorporator is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Frank Aliaga	5853 South Congress Avenue, Atlantis, Florida 33462

IN WITNESS WHEREOF I have subscribed my name this 20th day of Dec., 1999.

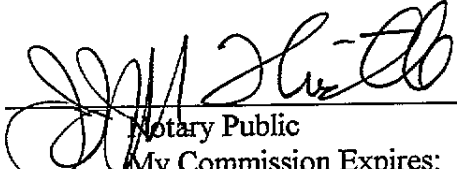


Frank Aliaga

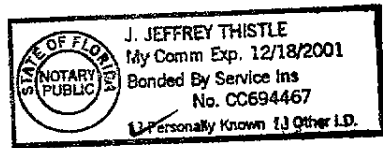
STATE OF FLORIDA
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Frank Aliaga, to me personally known and known to be the person described as incorporator in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 20th day of Dec., 1999.




Notary Public
My Commission Expires:



**ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN ARTICLES OF INCORPORATION**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Frank Aliaga ,having the address identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: 
Frank Aliaga