

P0000020974



ACCOUNT NO. : 072100000032

REFERENCE : 605612 4331939

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 78.75

ORDER DATE : February 29, 2000

ORDER TIME : 11:07 AM

900003151669--4

ORDER NO. : 605612-005

CUSTOMER NO: 4331939

CUSTOMER: Judy Bernero, Legal Asst
GREENBERG TRAUIG, P.A.
GREENBERG TRAUIG, P.A.
515 East Las Olas Boulevard
Suite 1500
Fort Lauderdale, FL 33301

DOMESTIC FILING

NAME: AEL ACQUISTION SUB II, INC.

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: Janine Lazzarini

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 FEB 28 PM 2:21

RECEIVED
00 FEB 29 PM 4:48
DATE
DIVISION OF CORPORATIONS
TALLAHASSEE
FLORIDA

W00-359



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

February 28, 2000

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: AEL ACQUISITION SUB II, INC.
Ref. Number: W00000005359

We have received your document for AEL ACQUISITION SUB II, INC. and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being returned for the following:

The document must have original signatures.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 300A00010757

**ARTICLES OF INCORPORATION
OF
AEL ACQUISITION SUB II, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 FEB 28 PM 2:21

ARTICLE I - NAME

The name of this corporation is **AEL ACQUISITION SUB II, INC.**

ARTICLE II - INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the initial principal place of business of the corporation is: 4350 West Cyprus Street, Suite 440, Tampa, Florida 33607. The initial mailing address of the corporation is: 4350 West Cypress Street, Suite 440, Tampa, Florida 33607.

ARTICLE III - AUTHORIZED SHARES

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is 10,000,000 shares of common stock having a par value of \$.0001 per share.

ARTICLE IV - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation is: 1201 Hays Street, Tallahassee, Florida, 32301-2607, and the initial registered agent of the corporation at that address is: Corporation Service Company.

ARTICLE V - INCORPORATOR

The name and address of the incorporator is as follows:

<u>Name</u>	<u>Address</u>
Brian J. Walsh	515 East Las Olas Boulevard, 15 th Floor Fort Lauderdale, Florida 33301

ARTICLE VI - INDEMNIFICATION

The corporation shall, to the fullest extent permitted by the laws of Florida, including, but not limited to Section 607.0850 of the Florida Business Corporation Act, as the same may be amended and supplemented from time to time, indemnify any and all directors and officers of the corporation.

IN WITNESS WHEREOF, the undersigned does hereby execute these Articles of Incorporation this 28th day of February, 2000.

By: Brian J. Walsh
Brian J. Walsh, Incorporator

**FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Section 48.091 and Section 607.0501, Florida Statutes, the following is submitted:

That **AEL ACQUISITION SUB II, INC.**, desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at: 1201 Hays Street, Tallahassee, Florida, 32301-2607, has named Corporation Service Company as its agent to accept service within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the Corporation named above, at the place designated in this certificate, I agree to act in that capacity and to comply with the provisions of the Florida Business Corporation Act, relative to the proper and complete performance of my duties as registered agent.

Date: February 29, 2000.

Corporation Service Company

By: Judith A. Blaneatt
Printed Name: _____
Title: _____