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(((H95000003149)))

TO: DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE  
STATE OF FLORIDA  
409 EAST GAINES STREET  
TALLAHASSEE, FL 32399

FAX: (904) 922-4000

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FROM: CORPORATE CREATIONS MIAMI  
4437 SHERIDAN AVE

MIAMI BEACH FL 33140-0000

CONTACT: JOSEPH MATA

PHONE: (305) 538-8991

FAX: (305) 538-8994

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: A- INC.

FAX AUDIT NUMBER: H95000003149

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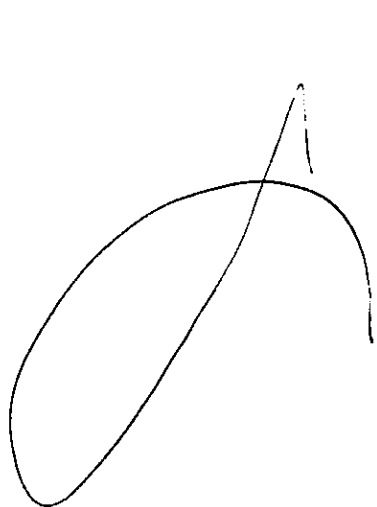
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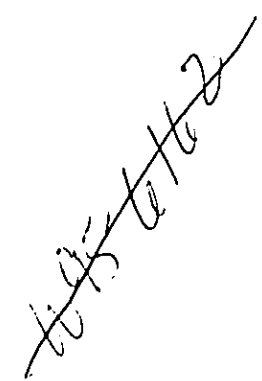
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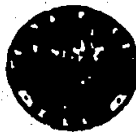
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FLORIDA DEPARTMENT OF STATE

Sandra B. Moothurn  
Secretary of State

March 20, 1995

CORPORATE CREATIONS MIAMI

MIAMI BEACH, FL

SUBJECT: A - INC.  
REF: W9500006162

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Loris Poole  
Corporate Specialist

FAX Aud. #: R95000003149  
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Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

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Articles of Incorporation  
of  
A. G. Enterprises of Palm Beach Inc.

Article I. Name

The name of this Florida corporation is A. G. Enterprises of Palm Beach Inc.

Article II. Address

The mailing address of the Corporation is:

A. G. Enterprises of Palm Beach Inc.  
360 Cypress Drive, Suite 3  
Tequesta, FL 33469

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TALLAHASSEE, FLORIDA

Article III. Capital Stock

The Corporation shall have the authority to issue 2000 shares of common stock, par value \$.01 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

Corporate Creations Enterprises Inc.  
4521 PGA Boulevard, Suite 211  
Palm Beach Gardens, FL 33418

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the

Corporate Creations International Inc.  
4437 Sheridan Avenue  
Miami Beach, FL 33140  
(305) 538-9091

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Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

Albert A. Giovanelli  
Gayle A. Giovanelli

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc.  
4437 Sheridan Avenue  
Miami Beach, FL 33140

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective as of March 28, 1995.

The authorized representative of the incorporator executed these Articles of Incorporation on March 28, 1995.

Corporate Creations International Inc.

By: Joseph P. Mata  
Joseph P. Mata, Secretary

Corporate Creations International Inc.  
4437 Sheridan Avenue  
Miami Beach, FL 33140  
(305) 538-9091

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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

**CORPORATION:**  
A. G. Enterprises of Palm Beach Inc.

**REGISTERED AGENT:**  
Corporate Creations Enterprises Inc.  
4521 PGA Boulevard, Suite 211  
Palm Beach Gardens, FL 33418

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

Corporate Creations Enterprises Inc.

Joseph P. Mata  
Johnny C. Rodriguez, Vice President  
By: Joseph P. Mata as Attorney in Fact

Date: March 28, 1995

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