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ACCOUNT NO. : 072100000032

REFERENCE : 645091 11038A

AUTHORIZATION :

COST LIMIT : 0

ORDER DATE : July 20, 1995

ORDER TIME : 10:08 AM

RUSH

ORDF NO. : 645091

CUSTOMER NO: 11038A

CUSTOMER: Arlene McCollum, Legal Agent  
MURPHY REID PILOTTE & ROSS, PA

340 Royal Palm Way  
Palm Beach, FL 33480

*RUSH  
Will  
Wait*

DOMESTIC FILING

NAME: A G & E ASSOC., INC.

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-07/20/95--01049--000  
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X        ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

X        CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail L. Shelby

EXAMINER'S INITIALS: \_\_\_\_\_

FILED  
95 JUL 20 AM 11:34  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

T. BROWN JUL 20 1995

11/19/95

**ARTICLES OF INCORPORATION  
OF  
A G & E ASSOC., INC.**

95 JUL 20 11:34  
STATE OF FLORIDA  
TALLAHASSEE

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

**ARTICLE I - NAME**

The name of the corporation is: A G & E ASSOC., INC.

**ARTICLE II - PRINCIPAL OFFICE**

The street address of the initial principal office of the corporation is 223 Sunset Road, West Palm Beach, Florida 33401, and the street address of the principal office is identical to the mailing address of the corporation.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be formed under Chapter 607, Florida Business Corporation Act.

**ARTICLE IV - CAPITAL STOCK**

The aggregate number of shares which the corporation is authorized to issue is 12,000 shares. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

**ARTICLE V - PREEMPTIVE RIGHTS**

Each shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for a pro rata portion of:

1. Any stock of any class that the corporation may issue or sell, whether or not exchangeable for any stock of the corporation of any class or classes, and whether or not of unissued shares authorized by the articles of incorporation as originally filed or by any amendment of the articles of incorporation or out of shares of stock of the corporation acquired by it after issuance and whether issued for cash, promissory notes, services, property, or other securities of the corporation; or

2. Any obligation that the corporation may issue or sell which is convertible into or exchangeable for any stock of the corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or other instrument or instruments conferring on the holder the right to subscribe for or purchase from the corporation any shares of its stock of any class or classes.

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 340 Royal Palm Way, Suite 100, Palm Beach, Florida 33480-4307, and the name of the initial registered agent of the corporation at that address is Eugene W. Murphy, Jr.

## ARTICLE VII - INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial board of directors of the corporation is two (2). The names and addresses of the individuals who are to serve as members of the initial board of directors are:

Name	Address
Anita Gilbert	223 Sunset, West Palm Beach, FL 33401
Edward Jurezenia	50 Saint George Place, Palm Beach Gardens, FL 33418

## ARTICLE VIII - INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is: Eugene W. Murphy, Jr., Esquire, Murphy, Reid & Pilotte, P.A., 340 Royal Palm Way, Suite 100, Palm Beach, Florida 33480-4307.

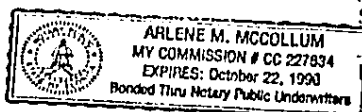
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 19 day of July, 1995.

  
EUGENE W. MURPHY, JR.

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 19 day of July, 1995, by EUGENE W. MURPHY, JR., who is personally known to me or produced known to me as identification.

  
Signature of Notary Public



Printed Name of Notary Public

Serial Number, if any  
My commission expires:

(Notary Seal)

7/18/95

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is A G & E ASSOC., INC.
2. The name and address of the registered agent and office is:

EUGENE W. MURPHY, JR.  
(Name)

340 Royal Palm Way, Suite 100  
(Street Address)

Palm Beach, Florida 33480  
(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Date:

July 19, 1995



EUGENE W. MURPHY, JR., Registered  
Agent