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HOWARD S. REISS
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ADAM D. REISS

REPLY TO:
Post Office Box 2000
ORLANDO, FLORIDA 32802

September 11, 1995

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****122.50 ****122.50

Secretary of State
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

Re: Affiliated Enterprises, Inc.

Dear Sir/Madam:

Please find enclosed the original and one copy of the Articles of Incorporation for the above-referenced corporation. Also enclosed is a check in the amount of \$122.50 to cover the cost of filing the enclosed Articles of Incorporation.

After the enclosed is filed, please forward a certified copy to me as the corporation's attorney.

Very truly yours,


Randy Hillman

RH/mw
Enclosure

HE 9/18

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 SEP 14 PM 3:54

ARTICLES OF INCORPORATION
OF
AFFILIATED ENTERPRISES, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 SEP 14 PM 3:54

ARTICLE I

CORPORATE NAME

The name of the corporation is AFFILIATED ENTERPRISES, INC.

ARTICLE II

NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the United States and Florida.

ARTICLE III

CAPITOL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 7500 shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE IV

TERM OF EXISTENCE

This Corporation shall have perpetual existence commencing upon filing of these articles.

ARTICLE V

REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the Initial Registered Office of this Corporation in the State of Florida shall be:

RANDY HILLMAN, ESQUIRE
203 East Hillcrest Street
Orlando, Florida 32801

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI

BOARD OF DIRECTORS

This Corporation shall have one Director initially. The number of Directors may be increased or diminished from time to time as provided by the bylaws adopted by the Director, but shall never be less than one.

ARTICLE VII

PRINCIPAL OFFICE OF CORPORATION

The location of the principal office of the corporation shall be:

11349 S. Orange Blossom Trail, Suite 107-B
Orlando, Florida 32837

ARTICLE VIII

INITIAL DIRECTORS

The name of the Initial Director of this Corporation and his street address is:

TONY FIORINO

11349 S. Orange Blossom Trail, Suite 107-B
Orlando, Florida 32837

The person named as the Initial Director shall hold office for the first year of existence of this Corporation or until his or her successor is elected or appointed and has qualified, whichever first occurs.

ARTICLE IX
INCORPORATORS

The names and street addresses of the person signing these Articles of Incorporation as the Incorporator is:

TONY FIORINO
11349 S. Orange Blossom Trail, Suite 107-B
Orlando, Florida 32837

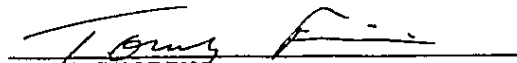
ARTICLE X
PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase his or her pro rata share of any unissued or treasury shares of the corporation of the same kind, class or series as that which he or she already holds, and any securities of the corporation convertible into or carrying a right to acquire shares of any such unissued or treasury shares at the price at which it is offered to others.

ARTICLE XI
AMENDMENT

This Corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 6th day of September, 1995.


TONY FIORINO

STATE OF FLORIDA)
COUNTY OF ORANGE)

The foregoing Articles of Incorporation of AFFILIATED ENTERPRISES, INC., acknowledged before me this 6th day of September, 1995, by TONY FIORINO, Incorporator, who is personally known to me or who has produced as identification: _____ and who did not take an oath.



RANDY HILLMAN
My Commission CC393400
Expires Aug. 19, 1998
Bonded by FIAI
800-422-1855

Randy Hillman
NOTARY PUBLIC
My Commission Expires:

Acceptance of Service

Having been named to accept service of process for AFFILIATED ENTERPRISES, INC., at the place designated in the Articles of Incorporation, RANDY HILLMAN, ESQUIRE, agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 relative to keeping open such office.

Randy Hillman
Randy Hillman, Esquire