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*PR50073674*



PRENTICE HALL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 0721000033

REFERENCE : 689572 4133A

AUTHORIZATION :

*Patricia Pizits*

COST LIMIT : 9 122.50

ORDER DATE : September 22, 1995

ORDER TIME : 10:39 AM

ORDER NO. : 689572

CUSTOMER NO: 4133A

400001591484

CUSTOMER: Marcia Cox, Legal Assistant  
STEARNS WEAVER MILLER WEISSLER  
ALHADEFF & SITTERSON, P.A.  
Museum Tower, Suite 2200  
150 West Flagler Street  
Miami, FL 33130

DOMESTIC FILING

NAME: AEP BROWARD, INC.

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: Lydia E. Lott

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

**T. BROWN** SEP 25 1995

FILED  
95 SEP 22 AM 8:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
AEP BROWARD, INC.**

FILED  
95 SEP 22 AM 8 35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME AND ADDRESS

The name of the Corporation is AEP Broward, Inc. The address of the principal office and the mailing address of the Corporation is 1 Turnberry Place, Suite 600, 19495 Biscayne Blvd., Aventura, Florida 33180.

ARTICLE II - PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which the Corporation shall have authority to issue is One Thousand (1,000) shares of common stock, all of which are to have a par value of One Cent (\$.01) per share. The Board of Directors shall fix the consideration to be received for each share. Such consideration shall consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed or written promises to perform services and shall have a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

ARTICLE IV - INITIAL REGISTERED

OFFICE AND AGENT

The street address of the initial registered office of the Corporation and the name of the initial registered agent of the Corporation at such office is:

<u>Name</u>	<u>Address</u>
Louise J. Allen	2200 Museum Tower 150 West Flagler Street Miami, Florida 33130

ARTICLE V - COMMENCEMENT

The Corporation shall commence on the date on which these Articles of Incorporation are filed with the Secretary of State.

ARTICLE VI - INITIAL

BOARD OF DIRECTORS

The initial Board of Directors of the Corporation shall be comprised of three persons. The number of directors may be either increased or decreased from time to time as provided for in the Bylaws of the Corporation, but shall never be less than one. The names and addresses of the members of the initial Board of Directors of the Corporation are:

<u>Name</u>	<u>Address</u>
Bernardo Batievsky	One Turnberry Place, Suite 600 19495 Biscayne Blvd. Aventura, Florida 33180
Henry Batievsky	One Turnberry Place, Suite 600 19495 Biscayne Blvd. Aventura, Florida 33180

Mark Batievsky

1 Turnberry Place, Suite 600  
19495 Biscayne Blvd.  
Aventura, Florida 33180

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation as incorporator is:

<u>Name</u>	<u>Address</u>
Louise J. Allen	2200 Museum Tower 150 West Flagler Street Miami, Florida 33130

ARTICLE VIII - BYLAWS

The power to alter, amend or repeal the Bylaws shall be vested in each of the Board of Directors and the shareholders of the Corporation.

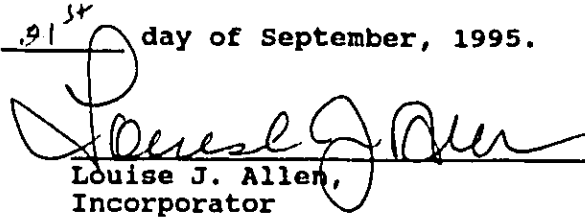
ARTICLE IX - INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director of the Corporation, to the fullest extent permitted by law.

ARTICLE X - AMENDMENT

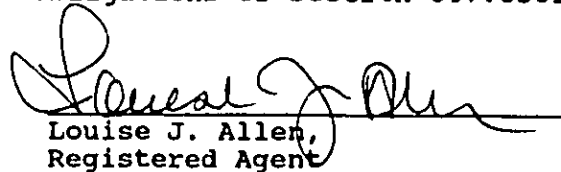
The Corporation reserves to its shareholders the right to amend or repeal any provisions now or hereafter contained in these Articles of Incorporation. Any rights which these Articles may confer upon the Corporation may be modified or cancelled by a vote of the shareholders to amend or repeal said Articles.

IN WITNESS WHEREOF, the undersigned has executed these  
Articles of Incorporation this 21<sup>st</sup> day of September, 1995.

  
Louise J. Allen,  
Incorporator

ACCEPTANCE OF APPOINTMENT  
OF  
REGISTERED AGENT

I hereby accept the appointment as registered agent  
contained in the foregoing Articles of Incorporation and state that  
I am familiar with and accept the obligations of Section 607.0501  
of the Florida Statutes.

  
Louise J. Allen,  
Registered Agent

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TALLAHASSEE, FLORIDA