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PUBLIC ACCESS SYSTEM

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96 APR 30 PM 4:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

~~704 Audit #
W96-9192~~

APR 23 PM 3:43

4/30



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

April 30, 1996

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: A.A.C. DEVELOPMENT CORP.
REF: W96000009192

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

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If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

FAX Aud. #: H96000006016
Letter Number: 696A00020592

ARTICLES OF INCORPORATION
OF

A.A.C. DEVELOPMENT CORP.

ARTICLE I - NAME

The name of this corporation is:

A.A.C. DEVELOPMENT CORP.

ARTICLE II - PURPOSES

This corporation is organized for the following purposes:

To do any and all business that is legal in the State of Florida whatsoever.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue ONE HUNDRED (100) shares of common stock with a nominal or par value of \$1.00.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 3152 Vineland Road
City of KISSIMMEE County of OSCEOLA
State of Florida, and the name of the initial registered agent of this corporation at this address is ADRIAN F. COPPIETERS
as its agent to accept service of process within this state.

ARTICLE V - PRINCIPAL OFFICE

The principal office of this corporation is:
3152 Vineland Road, Kissimmee, Florida 34746

This document was prepared by BRIAN S. HELLER, ESQ., Florida Bar No. 858277
155 South Miami Avenue, Penthouse Miami, Florida 33130 (305) 374-6288

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 APR 30 PM 4:53

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ARTICLE VI

It is the intention and purpose of the subscribers of these Articles of Incorporation that the stock of this corporation be qualified and subscribed to and sold all in accordance with the provisions of Section 1244 of the Internal Revenue Code, and it is contemplated that the stockholders and officers of this corporation shall adopt such resolutions as are appropriate in order to effectuate the treating of the stock of this corporation under Section 1244 of the Internal Revenue Code.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one. The name and address of the initial director of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
ADRIAN F. COPPIETERS	3152 Vineland Road Kissimmee, Florida 34746

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these articles is:

ADRIAN F. COPPIETERS
3152 Vineland Road
Kissimmee, Florida 34746

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation of A.A.C. DEVELOPMENT CORP. this 25th day of April, 1996.

STATE OF FLORIDA)
) SS
COUNTY OF DADE)



SUBSCRIBER

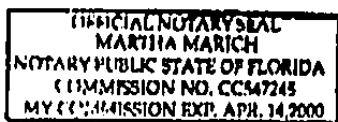
BEFORE ME, a Notary Public authorized to take acknow-

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lodgments in the State and County above set forth, personally appeared ADRIAN F. COPPIETERS known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 25th day of April, 1996.



Martha Marich
NOTARY PUBLIC, State of Florida
at Large.

My commission expires:

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate. I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

[Signature]
REGISTERED AGENT

96 APR 25 11:53
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

0109000009121



THE UNITED STATES
CORPORATION
COMPANY

P96000037416

ACCOUNT NO. : 072100000032

REFERENCE : 472017 129753A

AUTHORIZATION :

COST LIMIT : \$ PRE PAID

ORDER DATE : July 23, 1997

ORDER TIME : 11:27 AM

ORDER NO. : 472017-010

CUSTOMER NO: 129753A

300002245323--4

-07/23/97--01081--011

*****35.00 *****35.00

CUSTOMER: Jeffrey Koltun, Esq
Steven H. Kane, P.a.
Suite 106
1061 Maitland Center Commons
Maitland, FL 32751

DOMESTIC AMENDMENT FILING

NAME: A.A.C. DEVELOPMENT CROP.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrew Cumper

EXAMINER'S INITIALS:

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TALLAHASSEE, FLORIDA

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97 JUL 23 PM 12:26
DIVISION OF CORPORATION

AMC
CFC
7/23/97

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
A.A.C. DEVELOPMENT CORP.**

FILED
97 JUL 23 PM 2:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006 of the Florida Statutes, A.A.C. Development Corp., a corporation organized and existing under the laws of the State of Florida, under document number P96000037416, filed in the office of the Secretary of State on April 30, 1996, hereby adopts the following Articles of Amendment to its Articles of Incorporation:

Section 1 - Name

The name of the corporation is A.A.C. Development Corp. (hereinafter referred to as the "Corporation").

Section 2 - Adoption and Text of Amendments

All of the members of the Board of Directors of the Corporation approved the following resolutions amending Article III of the Articles of Incorporation and adding a new Article IX by written consent dated July 21, 1997, in accordance with the provisions of Section 607.0821 of the Florida Statutes, and all of the shareholders of the Corporation approved the resolutions amending Article III of the Articles of Incorporation and adding a new Article IX to the Articles of Incorporation by written consent dated July 21, 1997, in accordance with the provisions of Section 607.0704 of the Florida Statutes:

RESOLVED, that Article III of the Articles of Incorporation shall be amended as follows:

"The Corporation is authorized to issue Ten Thousand (10,000) shares of One Dollar (\$1.00) par value common stock."

RESOLVED, that the following is hereby added as new Article IX to the Articles of Incorporation:

"ARTICLE IX - PRE-EMPTIVE RIGHTS

Every shareholder of the Corporation shall have pre-emptive rights as provided in Section 607.0630 of the Florida Statutes."

Section 3 - Effective Date of Amendment

The effective date of the amendment to the Articles of Incorporation of the Corporation set forth herein will be as of the date of filing of the Articles of Amendment to Articles of Incorporation with the Secretary of State of the State of Florida.

Dated this 21st day of July, 1997.

A.A.C. Development Corp.

By: 

Adrian Coppeters, President