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ARTICLES OF INCORPORATION AET ACQUISITION, INC. 96 JULY 19 8 33

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ARTICLE I - NAME

The name of this Corporation is AET Acquisition, Inc., and the principal business address of the Corporation is 3530 Enterprise Way, Green Cove Springs, Florida 32043.

ARTICLE II - COMMENCEMENT AND DURATION

Pursuant to Section 607.0203, Florida Statutes, this Corporation shall commence upon the date of execution of the Articles of Incorporation which is May 30, 1996, and shall be filed with the Secretary of State within 5 business days from said date. This Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL

This Corporation is authorized to issue 112,500 shares of Common Stock, all of which shall be of the par value of \$0.01 per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is Suite 2000, One Independent Drive, Jacksonville, Florida 32202, and the name of its initial registered agent at such address is Kirschner, Main, Graham, Tanner & Demont, Professional Association.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The number of Directors Constituting the initial Board of Directors of this Corporation small be two (2) and the names and addresses of the persons who are to merve as the members thereof are:

Name

Address

John W. Byrom

3530 Enterprise Way Green Cove Springs, FL 32043

4606 Long Bow Road, S. John R. Smith, Jr. Jacksonville, FL 32210

The number of directors may be increased or decreased by the Shareholdern or the Bylaws.

ARTICLE VII - INCORPORATOR

The name and address of the incorporator is:

Name

Address

James L. Main

Suite 2000, One Independent Drive Jacksonville, FL 32202

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 30th day of May, 1996.

land IML JAMES L. MAIN

CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that AET Acquisition, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at Green Cove Springs, State of Florida, has named Kirschner, Main, Graham, Tanner & Demont, Professional Association with offices at Suite 2000, One Independent Drive, Jacksonville, Florida 32202 as its agent to accept service of process within Florida.

JAMES L. MAIN

Date: 16/4, 20 1976

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, Kirschner, Main, Graham, Tanner & Demont, Professional Association hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties.

Kirschner, Main, Graham, Tarter & Demont, Professional Association

By: James L. Main, Vice President

Date: 18/04 30, 1896

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MERGING:

AET ACQUISTION, INC., a Florida corporation, P96000047394

INTO

AMERICAN ENERGY TECHNOLOGIES, INC. which changed its name to AET HOLDING, INC., a Florida corporation, J72863

File date: June 4, 1996

Corporate Specialist: Joy Moon-French