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August 12, 1996

Florida Department of State
Division of Corporations
Qualification/Registration Section
P.O. Box 6327
Tallahassee, Florida 32314

100001922061
-08/14/96--01082--007
***122.50 ***122.50

Re: Articles of Incorporation of AES of Orlando, Inc.

Dear Sir or Madam:

EFFECTIVE DATE


8-12-96

Enclosed for filing are an original and one copy of the executed Articles of Incorporation of AES of Orlando, Inc. (the "Corporation"), together with a check in the amount of \$122.50 payable to the Florida Department of State to cover filing fees, the designation of the Corporation's registered agent, and a certified copy of the Corporation's Articles of Incorporation.

Please file the enclosed Articles and return to me a certified copy thereof. If you have any questions, please contact me at the above address or phone number.

Thank you for your attention to this matter.

Sincerely,


George A. Golden

GAG/lkw
Enclosures

cc: Mr. Nelson Proctor

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AUG 16 1996

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96 AUG 14 AM 8:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
AES OF ORLANDO, INC.**

FILED

96 AUG 14 AM 8:44

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, acting as sole incorporator of AES of Orlando, Inc., under Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such corporation:

EFFECTIVE DATE
8-12-96

**ARTICLE I
NAME**

The name of the corporation is AES of Orlando, Inc.

**ARTICLE II
SHARES**

The number of shares which the corporation shall have authority to issue is Ten Thousand (10,000), consisting of a single class of common stock, one cent (\$.01) par value per share.

**ARTICLE III
PRINCIPAL OFFICE**

The address of the Principal Office of the corporation is 478 East Altamonte Drive, Suite 108-307, Altamonte Springs, Florida 32701-4615. The location of the Principal Office shall be subject to change as may be provided in bylaws duly adopted by the Corporation.

**ARTICLE IV
MAILING ADDRESS**

The mailing address of the corporation is 478 East Altamonte Drive, Suite 108-307, Altamonte Springs, Florida 32701-4615.

**ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT**

The address of the initial Registered Office of the corporation is Pohl & Short, P.A., 280 West Canton Avenue, Suite 410, Winter Park, Florida 32789, and the initial Registered Agent at such address is Frank L. Pohl, Esq.

ARTICLE VI
INITIAL BOARD OF DIRECTORS

The number of Directors constituting the Initial Board of Directors of the corporation is one (1). The number of Directors may be increased or decreased from time to time, but in no event shall the number of Directors be less than one (1). The names and addresses of the persons who are to serve as initial Directors until the first annual meeting of the shareholders of the corporation or until successor Directors are elected and shall qualify are as follows:

Nelson Proctor

478 East Altamonte Drive, Suite 108-307
Altamonte Springs, Florida 32701-4615


ARTICLE VII
COMMENCEMENT OF CORPORATE EXISTENCE

In accordance with Section 607.0203(1), Fla. Stat., the corporation's corporate existence shall be deemed to have commenced at 9:00 a.m. on August 12, 1996, or, if later, such time and date as is five business days prior to the date on which these Articles of Incorporation are filed by the Department of State.

ARTICLE VII
INCORPORATOR

The name and address of the sole incorporator of the corporation is George A. Golder, Esq., c/o Pohl & Short, P.A., 280 West Canton Avenue, Suite 410, Winter Park, Florida, 32790.

IN WITNESS WHEREOF, these Articles have been signed by the undersigned incorporator this 12th day of August, 1996.



George A. Golder, Incorporator

**ACCEPTANCE OF APPOINTMENT
BY INITIAL REGISTERED AGENT**

THE UNDERSIGNED, an individual resident of the State of Florida, having been named in Article V of the foregoing Articles of Incorporation as Initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that he is familiar with, and hereby accepts, the obligations set forth in Section 607.0505, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to him as Registered Agent of the corporation.

DATED, this 12th day of August, 1996.



Frank L. Pohl, Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA