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9/16/96

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

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NAME: AARON ENTERPRISES OF PONTE VEDRA, INC.

AUDIT NUMBER.....H96000012093

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 3

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FROM

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ARTICLES OF INCORPORATION
OF
AARON ENTERPRISES OF PONTE VEDRA, INC.

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation:

Article I
Name

The name of this corporation shall be Aaron Enterprises of Ponte Vedra, Inc.

Article II
Principal Office and Mailing Address

The principal place of business and mailing address of this corporation shall be 116 Bristol Place, Ponte Vedra Beach, Florida 32082.

Article III
Capital Stock

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 1,000,000 shares of common stock having a par value of \$0.01 per share.

Article IV
Initial Registered Agent and Address

The street address of the initial registered office of this corporation is 116 Bristol Place, Ponte Vedra Beach, Florida 32082, and the initial registered agent at that office is David H. Matthews.

Article V
Incorporator

The name and street address of the incorporator of this corporation are:

David H. Matthews
116 Bristol Place -
Ponte Vedra Beach, Florida 32082

Prepared By:
James I. Vance Berry, Jr.
Mahoney Adams & Criser, P.A.
Post Office Box 4099
Jacksonville, FL 32201
(904) 354-1100
Florida Bar No.: 0281751

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Article VI
Duration

This corporation shall exist perpetually.

Article VII
Purpose

This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States of America and of the State of Florida.

Article VIII
Directors

(a) This corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time as provided in the bylaws, but shall never be less than one (1).

(b) The name and street address of the initial director of the corporation are:

David H. Matthews
116 Bristol Place
Ponte Vedra Beach, Florida 32082

(c) The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation the 16th day of September, 1996.


David H. Matthews

FROM

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**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Sections 48.091, 607.0501 and 607.0505,
Florida Statutes, the following is submitted:

Aaron Enterprises of Ponte Vedra, Inc., desiring to organize
or qualify under the laws of the State of Florida hereby designates
David H. Matthews as its registered agent to accept service of
process within the State of Florida and the address of its
registered office shall be 116 Bristol Place, Ponte Vedra Beach,
Florida 32082.

DATED this 16th day of September, 1996.

David H. Matthews
David H. Matthews

Having been named as registered agent to accept service of
process for the above stated corporation, at the place designated
in this certificate, I hereby agree to accept the appointment as
registered agent and agree to act in this capacity. I further
agree to comply with the provisions of all statutes relating to the
proper and complete performance of my duties, and I am familiar
with and accept the obligations of my position as registered agent.

DATED this 16th day of September, 1996.

David H. Matthews
David H. Matthews

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