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WICKENS, HERZER & PANZA  
A LEGAL PROFESSIONAL ASSOCIATION  
CORPORATE PLAZA II

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6480 ROCKSIDE WOODS BLVD. SOUTH  
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WILLIAM G. WICKENS  
(1932 - RETIRED 1996)

December 2, 1996

FLORIDA SECRETARY OF STATE  
The Department of State  
Division of Corporations  
The Capitol  
409 East Gaines Street  
Tallahassee, FL 32399

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-12/04/96--01019--008  
\*\*\*122.50 \*\*\*122.50

RE: Articles of Incorporation of AOS, INC.

Dear Sir:

Enclosed please find Articles of Incorporation which we are filing on behalf of our client,  
William B. Dreyer, M.D.

Also enclosed is a check in the amount of \$122.50 which represents the requisite filing  
fees in this regard.

Thanking you in advance for your prompt attention to this matter, I am

Sincerely yours,

WICKENS, HERZER & PANZA  
A Legal Professional Association

*Mary J. Satava*

By: Mary J. Satava

MJS/djj  
Enclosures

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12-6-96  
TH

FILED  
96 DEC -3 PM 12:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

**OF**

**AOS, INC.**

FILED  
96 DEC -3 PM 12:08  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

The undersigned subscriber to these Articles of Incorporation hereby forms a corporation, for profit (herein called "Corporation"), under Chapter 607, Florida Statutes.

**ARTICLE FIRST. NAME**

The name of the Corporation shall be: AOS, Inc. The principal place of business of this Corporation shall be 2101 Southwest Racquet Club Drive, Palm City, Martin County, Florida 34990.

**ARTICLE SECOND. ADDRESS OF PRINCIPAL OFFICE**

The Corporation's street address for its principal office and mailing address is 2101 Southwest Racquet Club Drive, Palm City, Florida 34990.

**ARTICLE THIRD. NATURE OF BUSINESS**

The purposes for which the Corporation is formed are to engage in any lawful act or activity for which corporations may be formed under Chapters 607 of the Florida Statutes.

**ARTICLE FOURTH. CAPITAL SHARES**

The maximum number of shares that the Corporation is authorized to have outstanding at any one time is One Thousand (1000) common shares, without par value.

**ARTICLE FIFTH. ADDRESS OF REGISTERED AGENT**

The street address of the initial registered office of the Corporation shall be 2101 Southwest Racquet Club Drive, Palm City, Florida 34990, and the name of the initial Registered Agent of the Corporation at that address is William B. Dreyer, M.D.

**ARTICLE SIXTH. BOARD OF DIRECTORS**

The number of Directors constituting the initial Board of Directors shall be three (3), and the name and address of such Directors are:

William B. Dreyer, M.D.  
2101 Southwest Racquet Club Drive  
Palm City, FL 34990

Daniel J. DelRowe, M.D.  
1920 N.W. Cove Circle  
Stuart, FL 34994

Thomas Miller  
245 Beacon Point Lane  
Wildwood, MO 36040

**ARTICLE SEVENTH. INCORPORATOR**

The name and street address of the Incorporator to these Articles of Incorporation are:  
William B. Dreyer, M.D., 2101 Southwest Racquet Club Drive, Palm City, Florida 34990

**ARTICLE EIGHTH. SHARE REDEMPTION**

By action of its Board of Directors without approval of the Shareholders, the Corporation may purchase or redeem shares of any class issued by the Corporation, in accordance with such terms and conditions as the Corporation and the applicable Shareholders determine.

**ARTICLE NINTH. PREEMPTIVE RIGHTS**

The Shareholders of the Corporation are hereby granted preemptive rights to acquire shares subsequently issued by the Corporation.

IN WITNESS WHEREOF, the undersigned has hereunto subscribed the undersigned's name on this 28 day of Nov., 1996.

  
\_\_\_\_\_  
William B. Dreyer, M.D.

ACKNOWLEDGMENT BY INCORPORATOR

STATE OF FLORIDA }  
COUNTY OF <sup>St. Lucie</sup> ~~MARTIN~~ } SS:

The foregoing Articles of Incorporation were acknowledged before me this 26th day of November, 1996, by William B. Dreyer, M.D., Incorporator of AOS, Inc., new Corporation being formed in Florida, on behalf of the Corporation.

FILED  
96 DEC -3 PM 5:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Eileen M. Gorman  
Notary Public  
EILEEN M. GORMAN  
MY COMMISSION # CC279186 EXPIRES  
April 22, 1997  
BONDED THIRD PARTY EARN INSURANCE, INC.

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

William B. Dreyer, M.D., having been designated to act as Registered Agent, hereby agrees to act in such capacity.

WBD  
William B. Dreyer, M.D.