

P97000005486

3:31 PM

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

((H97000001046 6))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: A & A DEVELOPMENT, INC.

AUDIT NUMBER.....H97000001046

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

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:
Help F1 Option Menu F2

NUM

Connect: 00:05:17

RECEIVED

97 JAN 21 AM 8:15

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

97 JAN 21 AM 8:55

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

[Handwritten signature]
1/21/97

(4)

**ARTICLES OF INCORPORATION
OF
A & A DEVELOPMENT, INC.**

H97000001046

The incorporator named herein does hereby subscribe to and file these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

ARTICLE I

The name of the corporation is:

A & A Development, Inc.

**ARTICLE II
PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

**ARTICLE III
CAPITAL STOCK**

This corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of one Dollar (\$1.00) per value common stock.

**ARTICLE IV
PRINCIPAL OFFICE/MAILING ADDRESS OF CORPORATION**

The principal office and mailing address of this corporation is:

605 Lincoln Road, Suite 410
Miami Beach, FL 33139
Phone: 305-535-8200
Fax: 305-535-8222

Prepared by: Susan J. Hahn, Esq.
Bar No. 0908762
444 Brickell Avenue
Suite #6161
Miami, Florida 33131
Tel. (305) 374-8008
Fax (305) 577-3067

H97000001046

FILED
97 JAN 21 AM 8:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H97000001046

**ARTICLE V
INITIAL REGISTERED OFFICER AND AGENT**

The initial registered agent and the street address of the initial registered office of this Corporation in the State of Florida is:

Mr. Stephen A. Watson
605 Lincoln Road, Suite 410
Miami Beach, Florida 33139

**ARTICLE VI
PRE-EMPTIVE RIGHTS**

Each shareholder of the Corporation shall have full pre-EMPTIVE rights to acquire proportional amounts of the Corporations unissued shares upon the decision of the Board of Directors to issue shares.

**ARTICLE VII
INCORPORATOR**

The name and street address of the Incorporator is:

Mr. Stephen A. Watson
6301 Collins Avenue
Suite #25025
Miami Beach, Florida 33140

**ARTICLE VIII
INITIAL BOARD OF DIRECTORS**

This corporation shall have One (1) Director initially. The number of Directors may be either increase or diminish from time to time by the By-laws, but shall never be less than One (1). The name and address of the initial Director of this corporation is:

Name	Address
Mr. Paul Pellerin	6301 Collins Avenue Suite #2505 Miami Beach, Florida 33140

**ARTICLE IX
INDEMNIFICATION**

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

H97000001046

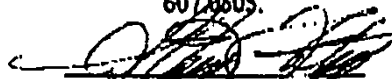
H97000001046

IN WITNESS WHEREOF, the undersigned Incorporator and Registered Agent have executed these Articles of Incorporation this sixteenth day of January, 1997


Incorporator

THE UNDERSIGNED, named as the registered agent in Article V of these Articles of Incorporation, hereby accepts the appointment as such registered agent, agrees to act in this capacity, and acknowledges that he/she is familiar with, and accepts the obligations imposed upon registered agents under the Florida Business Corporation Act, including specifically Section

607.0505.


Registered Agent

FILED
97 JAN 21 AM 8:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H97000001046