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Examiner's Initial 2/25/99

ARTICLES OF INCORPORATION

FILED 99 FEB 23 AM II: 09

<u>OF</u>

SECRÉTARY OF STATE TALLAHASSEE, FLORIDA

AEI PRODUCTIONS, INC.

The undersigned, a natural person competent to contract, does hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

ARTICLE I CORPORATE NAME

The name of the Corporation shall be: AEI PRODUCTIONS, INC.

ARTICLE II PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the Corporation is 2798 NE 2nd Avenue, Boca Raton, FL 33431.

ARTICLE III NATURE OF CORPORATE BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

ARTICLE IV CAPITAL STOCK

The maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall be 1,000 shares of common stock, par value \$.001 and 1,000 shares of preferred stock, par value \$1.00.

ARTICLE V TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE VI REGISTERED AGENT AND IINITIAL REGISTERED OFFICE IN FLORIDA

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be: Steven C. Farber, 2798 NE 2nd Avenue, Boca Raton, FL 33431.

ARTICLE VII

BOARD OF DIRECTORS

This Corporation shall have one (1) Directors initially.

ARTCLE VIII INITIAL DIRECTORS

The name and address of the initial Directors of this Corporation are:

Steven C. Farber 2798 NE 2nd Avenue Boca Raton, FL 33431

The persons named as initial Directors shall hold office for the first year of existence of this Corporation, or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE IX INCORPORATOR

The name and address of the person signing these Articles of Incorporation as the Incorporator is Steven C. Farber2798 NE 2nd Avenue, Boca Raton, FL 33431.

ARTICLE X INDEMNIFICATION

This Corporation may indemnify any director, officer, employee or agent of the Corporation to the fullest extent permitted by Florida law.

ARTICLE XI AFFILIATED TRANSACTIONS

This Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

ARTICLE XII CONTROL SHARE ACQUISITIONS

This Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

IN WITNESS WHEREOF, the undersigned Incorporator has executed the foregoing Articles of Incorporation on the 4th day of February 1999.

Steven C. Farber

JULIE HARVIS
MY COMMISSION # CC 490193
EXPIRES: December 15, 1999
Bondled Thru Notary Public Underwriters

2/4/97

CERTIFICATE DESIGNATING REGISTERED AGENET AND OFFICER FOR SERVICES OF PROCESS

AEI PRODUCTIONS, INC., a corporation existing under the laws of the State of Florida with its principal office and mailing address at 2798 NE 2nd Avenue, Boca Raton, FL 33431, has named Steven C. Farber whose address at 2798 NE 2nd Avenue, Boca Raton, FL 33431 as its agent to accept service of process within the State of Florida.

ACCEPTANCE:

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby accept the appointment as Registered Agent, and agree to comply with all applicable provisions of law. In addition, I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation.

Steven C. Farber

JULIE HARVIS

MY COMMISSION # CC 490193

EXPIRES: December 15, 1999

Bonded Thru Notary Public Underwriters

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