

Document Number Only

P9900008234, 7

CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
Tel 850 222 1092
Fax 850 222 7615
Attn: Jeff Netherton

800002990038--0
-09/20/99--01058--006
*****8.75 *****8.75

800002990038--0
-09/17/99--D1069--022
*****70.00 *****70.00

CORPORATION(S) NAME

FPL AAV Corporation

- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Nonprofit | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Change of RA |
| <input type="checkbox"/> LLC | <input type="checkbox"/> Name Registration | <input type="checkbox"/> UCC |
| <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> UCC | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Photocopies | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

99 SEP 17 PM 1:49
TALLAHASSEE, FLORIDA

RECEIVED

Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
Acknowledgement _____
W.P. Verifier _____

09/17/99

99 SEP 17 AM 12:27
TALLAHASSEE, FLORIDA

RECEIVED

gsc 9/17

**ARTICLES OF INCORPORATION
OF
FPL AAV CORPORATION**

ARTICLE I

The name of the corporation is **FPL AAV Corporation**.

ARTICLE II

This corporation's existence shall become effective as of September 17, 1999.

ARTICLE III

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

ARTICLE VI

The mailing address of the principal place of business of the corporation is 700 Universe Boulevard, Juno Beach, Florida 33408.

ARTICLE V

The aggregate number of shares which the corporation shall have authority to issue is 1,000 shares, voting common stock, par value \$.01 per share.

ARTICLE VI

The street address of the initial registered office of the corporation is 9250 West Flagler Street, Miami, Florida 33174. The name of the initial registered agent of the corporation at that address is J. E. Leon.

ARTICLE VII

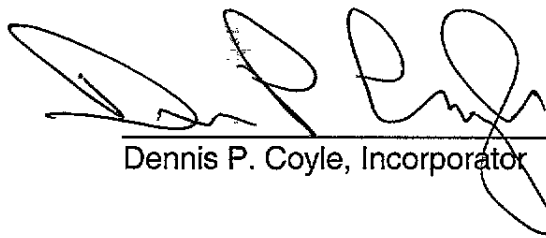
The initial Board of Directors shall consist of one member who shall be Dennis P. Coyle, whose address is 700 Universe Boulevard, Juno Beach, Florida 33408. The number of directors may be increased or decreased from time to time in the manner provided in the bylaws of the corporation

99 SEP 17 PM 1:49
FPL AAV CORPORATION
TALLAHASSEE, FLORIDA

ARTICLE VIII

The name and address of the incorporator of the corporation is Dennis P. Coyle, 700 Universe Boulevard, Juno Beach, Florida 33408.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation on September 16, 1999.



Dennis P. Coyle, Incorporator

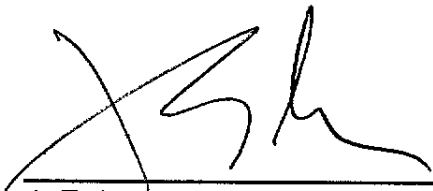
**CONSENT OF REGISTERED AGENT
OF**

FPL AAV Corporation

FILED
99 SEP 17 PM 1:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, J. E. Leon, whose business office is 9250 West Flagler Street, Miami, Florida 33174 hereby accepts appointment as the initial registered agent of FPL AAV Corporation _____, and accepts the obligations provided for in Section 607.0505, Florida Statutes.

Dated: September 16, 1999



J. E. Leon
Registered Agent