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SECRETARY OF STATE

ALLAHASSEE, FLORIDA

FILINGS, INC. TERESA ROMAN

(Requestor's Name)

2805 LITTLE DEAL ROAD

(Address)

TALLAHASSEE, FLORIDA 32308

(904) 385-6735

(City, State, Zip)

(Phone #)

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OFFICE USE ONLY

# CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

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	on Name)	(Document #)					
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CR2E031(10/92)

## ARTICLES OF INCORPORATION

OF

OPIE, INC.



## ARTICLE I. NAME

The name of the Corporation shall be: OPIE, INC.

# ARTICLE II. TERM OF EXISTENCE

The Corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation. The Corporation shall be deemed to commence its existence effective with the filing of these Articles with the Secretary of State.

# ARTICLE III. PURPOSE

This Corporation is organized for the following purpose: any and all purposes lawful under the laws of the State of Florida.

## ARTICLE IV. CAPITAL STOCK

This Corporation is authorized to issue One Thousand (1,000) shares of One Dollar par value common stock, which shall be designated "Common Shares".

# ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this Corporation is: 999 Washington Avenue, Miami Beach, Florida 33139.

Prepared by:Martin W. Wasserman, Esquire 999 Washington Avenue Miami Beach, Florida 33139 Telephone: (305) 672-3100 Bar No.251143 The name of the initial registered agent of this Corporation at that address is: MARTIN W. WASSERMAN, ESQUIRE, 999 Washington Avenue, Miami Beach, Florida 33139.

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## ARTICLE VI. INCORPORATION

The name and address of the person signing these Articles of Incorporation is: LAZARO MARTINEZ, 1111 LINCOLN ROAD, SUITE #810, MIAMI BEACH, FLORIDA 33139

## ARTICLE VII. BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and Shareholders.

## ARTICLE VIII. MANAGEMENT OF CORPORATION BY DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this Corporation shall be managed under the direction of the Board of Directors of the Corporation. The initial Board of Directors shall consist of two (2) Directors, who are:

## LAZARO MARTINEZ JOSE FERNANDEZ

## ARTICLE IX. OFFICERS

The Officers of this corporation are as follows:

LAZARO MARTINEZ- President/Secretary
JOSE FERNANDEZ, Vice-President/Treasurer

# ARTICLE X. INDEMNIFICATION

The Corporation shall indemnify all officers or directors or any former officer of director, to the full extent permitted by law.

# ARTICLE XI. AMENDMENT

This Corporation reserves the right to amend or repeal any provision in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

	IN W	ITNESS	WHEF	REOF,	the	unde	ersi	.gned	su	bscriber ±	has
executed	these	Article	s of	Inco	rpora	tion	on	this		<u> </u>	
day of	MAY		998.		: .:						
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**LAZARO MARTINE** (Incorporator) CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

gualify under the laws of the State of Florida, with its principal place of business at: 999 Washington Avenue, Miami Beach, Florida 33139, has named MARTIN W. WASSERMAN, located at, 999 Washington Avenue, Miami Beach, Florida 33139, as its agent to accept service of process within Florida.

LAZARO MARTINEZ

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply the provisions of all statutes relative to the proper performance of my duties.

Martin W. Wasserman

DATE: May 1, 1998

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SECRETARY OF STATE