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C T CORPORATION SYSTEM

660 East Jefferson Street

Requestor's Name

Tallahassee, Florida 32301

Address

(850) 222-1092

City State Zip Phone

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*****70.00 *****70.00

CORPORATION(S) NAME

Opco International, Inc

- Profit
- NonProfit
- Limited Liability Company
- Foreign
- Limited Partnership
- Reinstatement
- Limited Liability Partnership
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Thanks, Melanie

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**APPLICATION BY FOREIGN CORPORATION FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

In compliance with §607.1503, FLORIDA STATUTES, the following is submitted to Register a FOREIGN CORPORATION TO TRANSACT BUSINESS in the State of Florida:

1. **ORPRO INTERNATIONAL, INC.**
(Name of Corporation adding the word "INCORPORATED", "COMPANY" or "CORPORATION" or words or abbreviations of like import in language, as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. **DELAWARE**
(State or Country under the law of which is incorporated)

3. Applied For (F.E.I. Number)

4. **January 27, 1998**
(Date of Incorporation)

5. **Perpetual**
(Duration: Year corporation will cease to exist or "Perpetual")

6. **Date of qualification in Florida - Upon qualification**
(Date first transacted business in Florida. See §607.1501, 607.1502, and §817.155 F.S.)

7. **1200^{South} Pine Island Rd., Plantation, FL 33324**
(Address of Registered Office)

8. **To engage in all business transactions, export/import business, to acquire and hold real estate assets, fixtures, trademarks, patents and licenses, and to engage in any other lawful activity for which corporations may be organized.**
(Purpose(s) of corporation authorized in home State or Country to be carried out in the State of Florida.)

9. **NAME AND STREET ADDRESS OF FLORIDA REGISTERED AGENT:**

Name: CT Corporation

Office Address: 1200^{South} Pine Island Rd., Plantation, FL 33324

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10. **REGISTERED AGENT'S ACCEPTANCE:** Having been named as the registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

BY: Barbara A. Burke Date: February 6, 1998
BARBARA A. BURKE, Agent for Registered Agent
SPECIAL ASSISTANT SECRETARY

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Florida Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of the state or country in which it is incorporated.

12. **NAME OF DIRECTORS and/or OFFICERS:**

A. Directors:

Director: Jan W. Holst
Address: c/o Jeffrey Dwyer, Greenberg Traurig, 1300 Connecticut Ave., N.W., Suite 1000, Washington, D.C. 20036

B. Officers:

President: Jan W. Holst
Address: c/o Jeffrey Dwyer, Greenberg Traurig, 1300 Connecticut Ave., N.W., Suite 1000, Washington, D.C. 20036

Treasurer: Jamal Yousef
Address: c/o Jeffrey Dwyer, Greenberg Traurig, 1300 Connecticut Ave., N.W., Suite 1000, Washington, D.C. 20036

Secretary: Jeffrey R. Dwyer
Address: Greenberg Traurig, 1300 Connecticut Ave., N.W.
Suite 1000, Washington, D.C. 20036

(NOTE: If necessary, you may attach an addendum to the application listing any additional officers and/or directors.)

13. Jeffrey R. Dwyer DATE: February 4, 1998
(Signature of Chairman, Vice Chairman, or any officer listed in #12)

14. Jeffrey R. Dwyer, Secretary
(Print or type name and office of person signing this application)

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State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ORPRO INTERNATIONAL, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRD DAY OF FEBRUARY, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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Edward J. Freel
Edward J. Freel, Secretary of State

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AUTHENTICATION:

8900336

DATE:

02-03-98