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☒ REPLY
DOWNTOWN

☐ REPLY
MILLHOPPER OFFICE

July 6, 2000

SIGSBEE L. SCRUGGS
1898-1983
PARKS M. CARMICHAEL
1909-1994
WILLIAM D. PRIDGEON
1933-1980
MICHELLE VAUGHNS
1946-1982

RETIRED
RAY D. HELPLING
WILLIAM N. LONG
WILLIAM C. ANDREWS

Corporate Records Bureau
Division of Corporations, Department of State
P.O. Box 6327
Tallahassee, FL 32314

RE: **OpGear, Inc.**

6000003316646--7
-07/07/00--01062--011
*****78.75 *****78.75

Dear Sir or Madam:

Enclosed are an original and one copy of the Articles of Incorporation for the above corporation. Please file the original Articles and return to me one certified copy. I am enclosing this firm's trust check in the amount of \$78.75 as follows:

Filing Fee	\$35.00
Certified Copy	8.75
Registered Agent Designation	35.00
TOTAL	\$78.75

00 JUL -7 PM 1:26
SECRETARY OF STATE
TALLAHASSEE FLORIDA
FBI

Your prompt attention in this matter is appreciated.

Very truly yours,

John F. Roscow, IV
John F. Roscow, IV

JRIV/sgb
Enclosures

**ARTICLES OF INCORPORATION
OF
OpGear, Inc.
a Florida Corporation**

FILED
00 JUL -7 PM 1:27
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, acting as Incorporator for this Florida corporation hereby incorporated under the Florida General Corporation Act, Chapter 607 of the Florida Statutes, and the undersigned hereby adopts the following Articles of Incorporation for this Corporation:

ARTICLE I - CORPORATE NAME & ADDRESS

The name of this Corporation is OpGear, Inc. The mailing address for the principal office of this corporation is: 12850 Northeast 130th Avenue, Archer, Florida, 32618. Telephone: (352) 495-7269.

ARTICLE II - PURPOSE

The Corporation is organized for any purpose lawful under the laws of the State of Florida and under the laws of the United States of America.

ARTICLE III - DURATION

The Corporation shall have perpetual existence, and shall commence existence upon signing these Articles or later if required by law.

ARTICLE IV - AMENDMENTS

These Articles of Incorporation can be amended at any time, upon unanimous vote of all shareholders.

ARTICLE V - CAPITAL STOCK

The Corporation is authorized to issue 1000 shares of one dollar (\$1.00) par value Common Stock.

ARTICLE VI - BOARD OF DIRECTORS

The Corporation shall initially have two Directors to hold office until the first annual meeting of shareholders and until a successor(s) has been duly elected and qualified, or, if earlier, until resignation, removal from office, or death. The number of directors may be increased or decreased at any time, upon unanimous vote of all shareholders. The names and addresses of the initial directors of the Corporation are:

<u>Name</u>	<u>Address</u>
Todd Biggs	12850 Northeast 130 th Avenue Archer, Florida 32618
Robert Cude	Post Office Box 88-6429 Great Lakes, Illinois 60088

ARTICLE VII - INCORPORATOR

The name and address of the Incorporator, the person signing these Articles is:

Name

Address

Todd Biggs

12850 Northeast 130th Avenue
Archer, Florida 32618

ARTICLE VII - INITIAL REGISTERED AGENT AND OFFICE

The name and office address of the initial Registered Agent of this Corporation is:

Name

Address

Todd Biggs

12850 Northeast 130th Avenue
Archer, Florida 32618

IN WITNESS WHEREOF, the undersigned has executed these

Articles of Incorporation this 5 day of July, 2000.



Todd Biggs

As Incorporator of OpGear, Inc.

STATE OF FLORIDA)
COUNTY OF ALACHUA)

The foregoing instrument was acknowledged before me on this 5 day
of July, 2000, by Todd Biggs, who is personally known to me or who
produced CAL D.L # B4009433 as identification, and who [did not]
take an oath.



NOTARY PUBLIC-STATE OF FLORIDA
My Commission Expires:



John F Roscow IV
My Commission CC843325
Expires June 3, 2003

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial Registered Agent of OpGear, Inc., a
Florida Corporation.

Date: July 5, 2000

By: Todd Biggs
Todd Biggs

FILED
00 JUL -7 PM 1:27
SECRETARY OF STATE
TALLAHASSEE FLORIDA