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ocean city partners, inc.

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**ARTICLES OF INCORPORATION
OF
OCEAN CITY PARTNERS, INC.**

The Incorporator named herein does hereby subscribe to and file these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

**ARTICLE I
NAME**

The name of this Corporation is:

OCEAN CITY PARTNERS, INC.

**ARTICLE II
PURPOSE**

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

**ARTICLE III
CAPITAL STOCK**

This Corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of One Dollar (\$1.00) par value common stock.

Prepared by:

JOSE L. LORENZO, ESQ. FL Bar No. 995185

J.L. LORENZO, P.A.

Twenty-Five Seabreeze Avenue, Suite 202

Delray Beach, Florida 33483

Tel. 561-276-8100

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**ARTICLE IV
PRINCIPAL OFFICE/MAILING ADDRESS OF CORPORATION**

The principal office and mailing address of this corporation is:

**822 East Atlantic Avenue
Delray Beach, Florida 33483**

**ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT**

The initial registered agent and the street address of the initial registered office of this Corporation in the State of Florida is:

**John C. DeNiro
822 East Atlantic Avenue
Delray Beach, Florida 33483**

**ARTICLE VI
PRE-EMPTIVE RIGHTS**

Each shareholder of the Corporation shall have full pre-emptive rights to acquire proportional amounts of the Corporation's unissued shares upon the decision of the Board of Directors to issue shares.

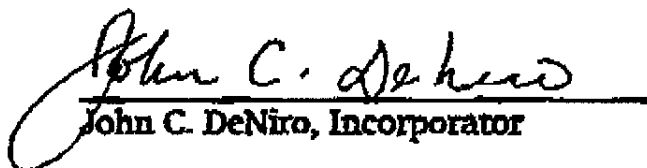
**Prepared By:
JOSE L. LORENZO, ESQ. FL Bar No. 995185
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Twenty-Five Seabreeze Avenue, Suite 202
Delray Beach, Florida 33483
Tel. 561-276-8100**

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ARTICLE VII
INCORPORATOR

The name and street address of the Incorporator is:

John C. DeNiro
822 East Atlantic Avenue
Delray Beach, Florida 33483IN WITNESS WHEREOF, the undersigned Incorporator and Registered Agent have executed these Articles of Incorporation this 21 day of July, 2000.
John C. DeNiro, Incorporator

THE UNDERSIGNED, named as the registered agent in Article V of these Articles of Incorporation, hereby accepts the appointment as such registered agent, agrees to act in this capacity, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under the Florida Business Corporation Act, including specifically Section 607.0505.


John C. DeNiro, Registered AgentPrepared By:
JOSE L. LORENZO, ESQ. FL. Bar No. 995185
J.L. LORENZO, P.A.
Twenty-Five Seabreeze Avenue, Suite 202
Delray Beach, Florida 33483
Tel 561-276-8100

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