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TRANSMITTAL LETTER

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

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SUBJECT:

OCTA IMAGES, INC.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM:

NICHOLAS C. OCTAVIANO

Name (Printed or typed)

P.O. BOX 1662

Address

VALRICO, FLORIDA 33595

City, State & Zip

(813) 662-6625

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

PH 8/17/00 ✓

ARTICLES OF INCORPORATION
OF
OCTA IMAGES INCORPORATED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation is OCTA IMAGES
INCORPORATED

ARTICLE II. DURATION

This corporation shall exist perpetually.

ARTICLE III. PURPOSE

The purpose of this corporation is to engage in all lawful
business under the Florida General Corporation Act.

In connection with said business, this corporation shall have the
following powers, which shall not be deemed to exclude those other
corporation powers granted by law.

To contract debts, borrow money and issue and sell or pledge
notes and other evidences of indebtedness, and execute such mortgages,
transfer of corporate property, or other instruments to secure the payment of
corporate indebtednesses as required.

To conduct business in, have one or more offices in, and hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copy rights, trademarks, and licenses in the State of Florida, and in all other states and countries.

To purchase, hold, sell and transfer shares of its own capital stock, provided that the corporation shall purchase none of its own capital stock, except from the surplus of its assets over its liabilities, including capital, and shares of its own capital stock owned by the corporation shall not be voted directly or indirectly, or counted as outstanding for the purpose of any stockholders quorum or vote.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 500 shares of \$1.00 par value common stock, which stock shall be designated as "Common Shares".

ARTICLE V. VOTING RIGHTS

Except as otherwise provided by law, the entire voting powers for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI. INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial registered office of this corporation is 404 Summit Chase Drive, Valrico, FL 33594. The initial registered agent at that address is Nicholas C. Octaviano. The mailing address of this corporation is P.O. Box 1662, Valrico, FL 33595-1662.

ARTICLE VII. INITIAL OFFICERS

The initial officers of this corporation and their addresses are as set forth below. Said officers shall serve until such time as their successors are elected and qualified.

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
Nicholas C. Octaviano	President	404 Summit Chase Drive Valrico, FL
Kimberly J. Octaviano	Vice President	404 Summit Chase Drive Valrico, FL
Nicholas C. Octaviano	Secretary	404 Summit Chase Drive Valrico, FL
Kimberly J. Octaviano	Treasurer	404 Summit Chase Drive Valrico, FL

ARTICLE VIII. INITIAL DIRECTORS

This corporation shall have two directors initially who shall serve until their successor is elected and qualified. The number of directors

may be increased from time to time by the By-Laws but shall not be less than

(1). The names and addresses of the initial directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Nicholas C. Octaviano	404 Summit Chase Drive Valrico, FL
Kimberly J. Octaviano	404 Summit Chase Drive Valrico, FL

ARTICLE IX. INCORPORATORS

The names and addresses of the persons signing these articles are:

<u>NAME</u>	<u>ADDRESS</u>
Nicholas C. Octaviano	404 Summit Chase Drive Valrico, FL
Kimberly J. Octaviano	404 Summit Chase Drive Valrico, FL

ARTICLE X. BY-LAWS

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

ARTICLE XI. RESTRICTION ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially

to the following persons in the amount set fourth next to their name:

Nicholas C. Octaviano **200 Shares**

Kimberly J. Octaviano **200 Shares**

Shares held by the initial shareholders above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders of this corporation. The price and terms of which and the the time within which such shares may be offered and sold shall be further specified in written agreement among all of the shareholders and this corporation.

ARTICLE XII. CUMULATIVE VOTING

At each election for directors every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principal among any number of such candidates.

ARTICLE XIII. SHAREHOLDERS MEETING REQUIRED

A Shareholders meeting may be called by any shareholder upon thirty (30) days written notice thereof actually delivered upon all other shareholders.

**ARTICLE XIV. MANAGEMENT OF CORPORATION BY
SHAREHOLDERS**

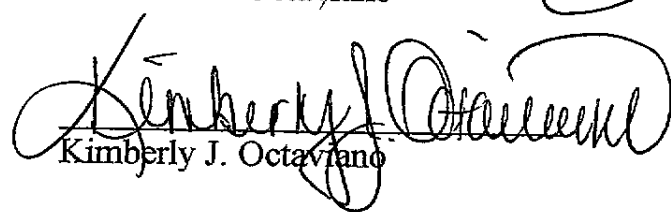
All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of the shareholders of this corporation.

ARTICLE XV. AMENDMENTS

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

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 4 day of AUG, 2000.


Nicholas C. Octaviano


Kimberly J. Octaviano

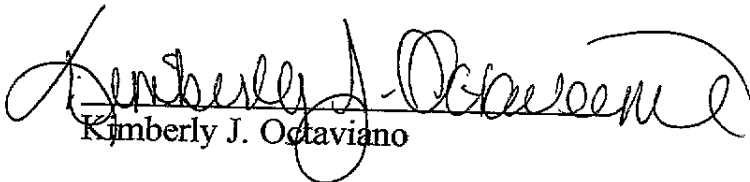
STATE OF FLORIDA
COUNTY OF HILLSBORO

BEFORE ME, the undersigned officers, personally appeared
Nicholas C. Octaviano and Kimberly J. Octaviano to me known and known
by me to be the persons described in and who executed the foregoing Articles
of Incorporation, and did so for the purposes therein expressed.

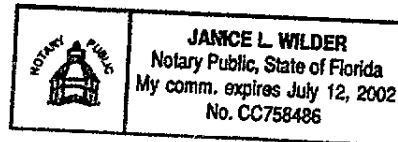
WITNESS my hand and seal this 4 day of AUG., 2000.


Nicholas C. Octaviano


NOTARY PUBLIC-STATE OF
FLORIDA


Kimberly J. Octaviano

My Commission Expires:

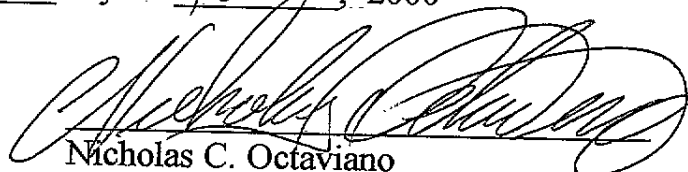


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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ACCEPTANCE OF DESIGNATION AS
REGISTERED AGENT**

I, Nicholas C. Octaviano, the undersigned hereby accept
designation as registered agent of Octa Images Incorporated.

Dated this 4 day of AUG., 2000


Nicholas C. Octaviano