

PO100005119

Char Number On

5-17-01

ATLANTIC TIRE

Requestor's Name

736 NW 22 Ave

Address

Miami FL 33125

City

State

ZIP

Phone

(305) 642-3000

CORPORATION(S) NAME

OCP CORPORATION

VALIDATION ONLY

2001 MAY 23 6:10:12
TALLAHASSEE FLORIDA

400004272854--9
-05/21/01--01027--010
*****78.75 *****78.75

REC'D
01 MAY 2 11 9 14
DIVISION OF REGISTRATION



Empire Toll Free: 1-800-432-3028

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit	<input type="checkbox"/> Foreign	<input type="checkbox"/> Mark
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Reservation	<input type="checkbox"/> Change of Registered Agent
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Certificate Under Seal
<input checked="" type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
		<input type="checkbox"/> Mail Out

Name
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Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CERTIFIED
COPY

5/23/01

W01-11455
PS 5/21/01



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

2001 MAY 23 AM 10:12

SECRETARY OF STATE
TALLAHASSEE FLORIDA

May 21, 2001

EMPIRE

MIAMI, FL

SUBJECT: OCP., CORP.
Ref. Number: W01000011455

We have received your document for OCP., CORP. and check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

If you have any further questions concerning your document, please call (850) 487-6915.

Pamela Smith
Document Specialist
New Filings Section

Letter Number: 301A00030966

RECEIVED
FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2001 MAY 23 AM 9:10
SUBSTANTIAL FILING

ARTICLES OF INCORPORATION

OF

OC CORP..

2001 MAY 23 AM 10:12

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the Laws of the State of Florida.

ARTICLE I NAME

The name of this corporation is: OC CORP.

ARTICLE II NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation shall be:

INVESTMENTS ON REAL ESTATE

Any and all activities permitted under the Laws of the United States and of the State of Florida.

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 SHARES NO PAR VALUE

All the aforementioned stock is to be issued as fully paid for and exempt from assessment.

The capital stock may be paid for in money, property labor, or services, at a just valuation to be fixed by the incorporators or by directors at a meeting called for such purpose.

ARTICLE IV INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is not less than:

\$1,000.00

ARTICLE V TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI ADDRESS

The initial post office address of this corporation in the State of Florida is:

42 N.W. 27 Ave., Suite 317, Miami Fl. 33125

The Board of Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VII DIRECTORS

This corporation shall have 2 directors initially. The number of directors may be increased or decreased from time to time in such manner as may be prescribed by the By-Laws, but shall never be less than one (1). The corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a director or officer of the corporation, and any person who serves at the request of this corporation, as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore or hereafter being a director or officer of the corporation, or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such director or officer, and shall reimburse each such person for all legal and other expenses reasonably incurred by him in connection with any claim or liability, provided that no person shall be indemnified against, or be reimbursed for, any expenses incurred in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for negligence or willful misconduct in the performance of his duties. The right accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled nor shall anything herein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically herein provided for. No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be effected or invalidated by the fact that any of the directors of the corporation pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the corporation, provided that the fact that he or such firm so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any meeting of the Board at which action upon any such contract or transaction shall be taken; and any director of the corporation who is also a director or officer of such other corporation or is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with the like force and effect as if he were not such director or officer of such other corporation or not so interested.

ARTICLE VIII INITIAL DIRECTORS

The names and post office addresses of the members of the first Board of Directors are:

NAME	ADDRESS
Julio A. PASCUAL President,	42 NW 27 Ave. Suite 317 . Miami , Fl 33125
Ofelia CARRILLO Treasurer & Secretary	42 NW 27 Ave. Suite 317 Miami Fl 33126

ARTICLE IX SUBSCRIBERS

The name and post office addresses of each subscriber of these Articles of Incorporation, the number of shares of stock each agrees to take and the value of the consideration thereof are:

Julio A. PASCUAL 42 NW 27 Ave Suite 317 Miami, Fl. 33125	50 SHARES
Ofelia CARRILLO 42 NW 27 Ave. Suite 317 Miami Fl 33125	50 SHARES

ARTICLE X AMENDMENTS


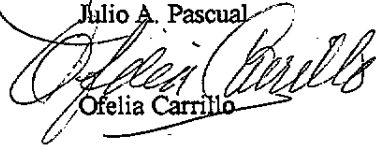
These Articles of Incorporation may be amended in the manner provided by Law. Every amendment shall be approved by a majority of the stock entitled to vote thereon.

ARTICLE XI

REGISTERED AGENT AND REGISTERED ADDRESS

Julio A. PASCUAL
42 NW 27 Ave. Suite 317
Miami , Fl 33125

IN WITNESS WHEREOF, the parties to these Articles of Incorporation have hereunto set their hands and seals this 7th. of May, 2001


Julio A. Pascual (SEAL)

Ofelia Carrillo (SEAL)

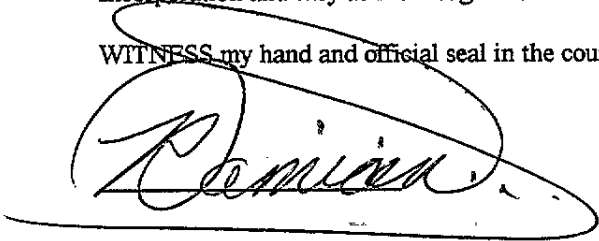
STATE OF FLORIDA
COUNTY OF MIAMI-DADE

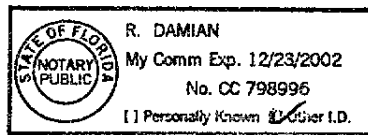
I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared

Julio A. Pascual and Ofelia Carrillo

to me known to be the persons described as subscribers in and who executed these foregoing Articles of Incorporation and they acknowledged before me that they subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the county and state named above, this 7th day of May, 2001.





FL. D.L.

FILED

2001 MAY 23 AM 10:12

SECRETARY OF STATE
TALLAHASSEE FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON PROCESS MAY BE SERVED.

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

FIRST: THAT OC. CORP..
 NAME OF CORPORATION

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA,
WITH ITS PRINCIPAL PLACE OF BUSINESS IN THE CITY
OF MIAMI , STATE OF FLORIDA
HAS NAMED JULIO A. PASCUAL
 NAME OF RESIDENT AGENT

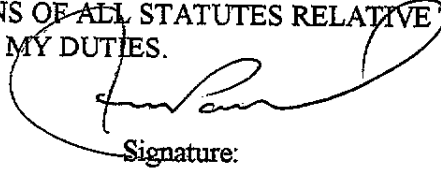
LOCATED AT 42 NW 27 Ave Suite 317
 STREET ADDRESS AND NUMBER OF BUILDING
 POST OFFICE BOX ADDRESSES ARE NOT ACCEPTABLE

CITY OF MIAMI, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS
WITHIN FLORIDA:

Signature: 
Title: President

Dated: May 7th, 2001

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED
CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I AGREE TO
COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES.


Signature:
Resident Agent
Dated: May 7, 2001