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Berman & Norton Breman

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Division of Corporations

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Account Name : BERMAN & ASSOCIATES, P.A.
Account Number : I20010000185
Phone : (813) 301-0043
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FLORIDA PROFIT CORPORATION OR P.A.

Operations Your Auction, Inc.

Certificate of Status	1
Certified Copy	2
Page Count	04
Estimated Charge	\$96.25

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
Operations Your Auction, Inc.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be **Operations Your Auction, Inc.**

ARTICLE II

The corporation shall have the power to engage in any lawful activity for which corporations may be organized under the Florida Business Corporation Act.

ARTICLE III

(A) The corporation shall have a single class of common stock, all having the same rights and privileges.

(B) The total number of shares of stock authorized to be issued by the corporation shall be 10,000 shares having a par value of \$1.00 per share. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, by promissory note, in property, in labor or services actually performed for the Corporation or promised to be performed as evidenced by a written contract, valued at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be nonassessable. ____

(C) In the election of directors of this corporation there shall be no cumulative voting of the stock entitled to vote at such election. ____

(D) There shall be no preemptive rights granted to the holders of any stock in the corporation.

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ARTICLE IV

The corporation shall indemnify to the fullest extent permitted by the Florida Business Corporation Act any person who has been made, or is threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit or proceeding by or in the right of the corporation), by reason of the fact that the person is or was a director or officer of the corporation, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to an employee benefit plan of the corporation, or serves or served at the request of the corporation as a director, or as an officer, or as a fiduciary of an employee benefit plan, of another corporation, partnership, joint venture, trust or other enterprise. In addition, the corporation shall pay for or reimburse any expenses incurred by such persons who are parties to such proceedings, in advance of the final disposition of such proceedings, to the full extent permitted by the Florida Business Corporation Act.

ARTICLE V

The Florida Control-Share Acquisition sections of the Florida Business Corporation Act shall not be applicable to this corporation.

ARTICLE VI

The bylaws of the corporation may be amended by majority vote of either the directors or the shareholders.

ARTICLE VII

The number of directors of the corporation shall be fixed by the bylaws of the corporation. The initial board of directors shall consist of three (3) directors whose name and addresses are as follows:

Michael Krizmanich	3010 Scherer Drive, St. Petersburg, FL 33716
Gary C. Connors	3010 Scherer Drive, St. Petersburg, FL 33716
Glenn Bergoffen	3010 Scherer Drive, St. Petersburg, FL 33716

ARTICLE VIII

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

ARTICLE IX

The initial registered agent of the corporation is **Catherine M. Norton Breman, Berman & Norton Breman, A Professional Association**. The street address of the corporation's initial registered office is 401 S. Florida Avenue, Suite 300, Tampa, FL 33602.

ARTICLE X

The principal place of business and mailing address of this corporation shall be: **3010 Scherer Drive, St. Petersburg, FL 33716.**

ARTICLE XI

The name and address of the incorporator to these Article of Incorporation is **Catherine M. Norton Breman, Berman & Norton Breman, A Professional Association, 401 S. Florida Ave., Suite 300, Tampa, FL 33602.**

The undersigned incorporator has executed these Articles of Incorporation this 29th day of August, 2000.


Catherine M. Norton Breman, Incorporator

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Berman & Norton Breman

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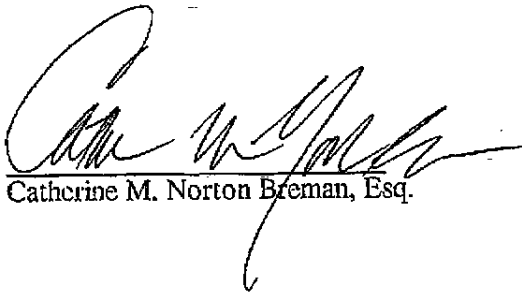
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**CONSENT TO SERVE AS REGISTERED AGENT
FOR
Operations Your Auction, Inc.**

Having been named in the state of Florida as registered agent and to accept service of process for the above stated corporation, 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 obligation of my position as registered agent.

Dated: August 29, 2002



Catherine M. Norton Breman, Esq.

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