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ACCOUNT NO. : 072100000032

REFERENCE : *Tatucia Pizant*

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE : SEPTEMBER 23, 2002

ORDER TIME : 11:37 AM

ORDER NO. : 754867-005

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Cone & Yong, P.a.

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TALLAHASSEE FLORIDA

DOMESTIC FILING

NAME: OPTI-TRANS, INC.

EFFECTIVE DATE:

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XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Ginger Simmons - EXT. 1139

EXAMINER'S INITIALS:

*g/s*

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION  
OF**

**OPTI-TRANS, INC.**

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, hereby adopts the following Articles of Incorporation:

**ARTICLE I**

**Name**

The name of the corporation is **Opti-Trans, Inc.**

**ARTICLE II**

**Principal Office**

The principal office address of the corporation shall be 9055 Bridgecreek Drive, Jacksonville, Florida 32244 and mailing address is 1177 Park Avenue, Suite 5, No. 199, Orange Park, Florida 32073 .

**ARTICLE III**

**Duration**

This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

**ARTICLE IV**

**Nature of Business**

This corporation is organized for the purpose of transacting any or all lawful business.

**ARTICLE V**

**Capital stock**

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(a) **Authorized Capital.** The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share.

(b) **Restrictions on Transfer of Stock.** The shareholders may, by bylaw provision or by shareholders' agreement recorded in the minute book, impose such restrictions on the sale, transfer or encumbrance of the stock of this corporation as they may see fit.

## **ARTICLE VI**

### **Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is 9055 Bridgecreek Drive., Jacksonville, Florida 32244, and the name of the initial registered agent of this corporation at that address is Stacy B. Smith.

## **ARTICLE VII**

### **Directors**

(a) **Number.** This corporation shall have no directors initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

(b) **Indemnification.** The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

## **ARTICLE VIII**

### **Incorporator**

The name and street address of the incorporator of this corporation is:

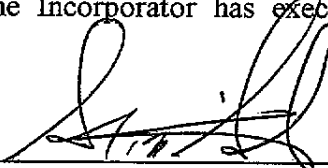
Stacy B. Smith, 9055 Bridgecreek Drive, Jacksonville, Florida 32244.

## **ARTICLE IX**

### **Amendment**

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

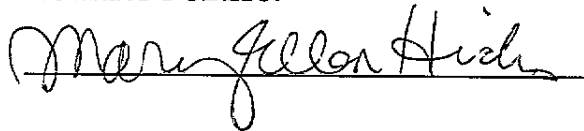
20<sup>th</sup> IN WITNESS WHEREOF, the Incorporator has executed these Articles the  
day of September, 2002.

  
STACY B. SMITH

STATE OF FLORIDA  
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 20<sup>th</sup> day of September  
2002, by STACY B. SMITH, who is personally known to me and who took an oath.

NOTARY PUBLIC:



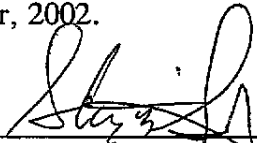


**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED  
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Sections 48.091, 607.0501 and 607.0505, Florida Statutes, the following is submitted:


**OPTI-TRANS, INC.**, desiring to organize or qualify under the laws of the State of Florida hereby designates **Stacy B. Smith** as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be **9055 Bridgecreek Drive, Jacksonville, Florida 32244**.

DATED this 20<sup>th</sup> day of September, 2002.

  
\_\_\_\_\_  
**Stacy B. Smith, Incorporator**

Having been named as registered agent to accept service of process for the above stated corporation, at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATED this 20<sup>th</sup> day of September, 2002.

  
\_\_\_\_\_  
**Stacy B. Smith, Registered Agent**

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