

No. 15 2000 3: 3PM  
Division of Corporations

No. 0004

**P02000122365**

Florida Department of State  
Division of Corporations  
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To:  
Division of Corporations  
Fax Number : (850) 205-0381

From:  
Account Name : KRAMER, GREEN, ZUCKERMAN & KAHN, P.A.  
Account Number : 073707002173  
Phone : (954) 966-2112  
Fax Number : (954) 981-1605

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

02 NOV 15 AM 8:59

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**FLORIDA PROFIT CORPORATION OR P.A.**

**O.T.C. DISTRIBUTERS, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

Nov. 15. 2002 3:31PM

No. 0754 P. 2  
(((H02000226747 2)))

ARTICLES OF INCORPORATION  
OF  
O.T.C. DISTRIBUTERS, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned, for the purpose of forming a corporation for profit, pursuant to the laws of the State of Florida, do hereby adopt the following Articles of Incorporation:

ARTICLE I  
NAME

The name of this corporation is O.T.C. DISTRIBUTERS, INC.

ARTICLE II  
BUSINESS ADDRESS

The business address of this corporation is 4121 Boston Court, Weston, FL 33331.

ARTICLE III  
DURATION

This corporation shall have perpetual existence commencing on the date of filing of the Articles of Incorporation with the Department of State.

ARTICLE IV  
PURPOSE

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

ARTICLE V  
CAPITAL STOCK

This corporation is authorized to issue seven thousand five hundred (7500) shares of One (\$1.00) Dollar par value common stock, which shall be designated "Common Shares."

ARTICLE VI  
VOTING RIGHTS

Each share of common stock of this corporation shall entitle the holder of record thereof to one (1) vote upon each proposal presented at lawful meetings of the stockholders.

ARTICLE VII  
PREEMPTIVE RIGHTS

There shall be no preemptive rights in any stock herein issued or hereafter issued.

ARTICLE VIII  
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this corporation is 4000 Hollywood Boulevard., Suite 485-S, Hollywood, Florida 33021, and the name of the initial registered agent of this corporation at that address is Mitchell F. Green.

ARTICLE IX  
INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws, but never less than one (1). The name and address of the initial director of this corporation is:

Rick Plotnick  
4121 Boston Court  
Weston, FL 33331

ARTICLE X  
INCORPORATOR

The name and address of the Incorporator is:

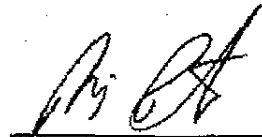
Rick Plotnick  
4121 Boston Court  
Weston, FL 33331

Nov. 15. 2002 3:31PM

No. 0754 P. 4

((H02000226747 2))

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation  
on this 11TH day of November, 2002.



Rick Plotnick  
Initial Director/Incorporator

K:\MFG\PLOTNICK\O.T.C\Art.of Inc

Nov. 15. 2002 3:31PM

No. 0754 P. 5  
(((H02000226747 2)))

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

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

FIRST -- That O.T.C. Distributors, Inc., desiring to organize or qualify under the laws of  
the State of Florida, with its principal place of business at 4121 Boston Court, Weston, State of  
Florida, has named Mitchell F. Green, located at 4000 Hollywood Boulevard, Suite 485-S, City  
of Hollywood, State of Florida, as its agent to accept service of process within the State of  
Florida.

SIGNATURE: 

Rick Plotnick

TITLE: Incorporator

DATE: 11/11/02

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FLORIDA  
SECRETARY OF STATE

Having been named to accept service of process for the above-stated corporation, at the  
place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to  
comply with the provisions of all statutes relative to the proper and complete performance of  
my duties.

SIGNATURE: 

Mitchell F. Green  
Registered Agent

DATE: 11/15/02