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FLORIDA PROFIT CORPORATION OR P.A.

OPT INTERNATIONAL, INC.

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**ARTICLES OF INCORPORATION
OF
OPT INTERNATIONAL, INC.**

THE UNDERSIGNED, for the purpose of forming a corporation for profit pursuant to Chapter 607, Florida Statutes, does hereby adopt the following Articles of Incorporation:

WITNESSETH:

**ARTICLE I
NAME AND ADDRESS**

The name and address of the principal office and/or mailing address of the Corporation is as follows:

**OPT International, Inc.
60 East Oakland Park Boulevard
Fort Lauderdale, Florida 33334**

**ARTICLE II
DURATION**

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

**ARTICLE III
PURPOSE**

This Corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE IV
CAPITAL STOCK**

This Corporation is authorized to issue 7,500,000 shares of \$.0001 par value common stock.

Prepared by:
J. Scott Gunn, P.A.
J. Scott Gunn, Esquire
One Financial Plaza, Suite 2500
Fort Lauderdale, Florida 33394
(954) 462-1323
Florida Bar Number: 984035

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ARTICLE V
QUORUM FOR STOCKHOLDERS MEETINGS

Unless otherwise provided for in the Corporation's Bylaws, a majority of the shares entitled to vote, represented in person or by proxy, shall be required to constitute a quorum at a meeting of shareholders.

ARTICLE VI
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this Corporation is Bank of America Tower, One Financial Plaza, Suite 2500, Fort Lauderdale, Florida 33394 and the name of the initial registered agent of this Corporation at such address is J. Scott Gunn, P.A.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

This Corporation shall have one director initially. The number of directors may be either increased or diminished from time to time in the manner provided in the Bylaws, but shall never be less than one. The name and address of the initial Director of the Corporation is as follows:

Sandra Kaufman
60 East Oakland Park Blvd.
Fort Lauderdale, Florida 33334

ARTICLE VIII
INCORPORATORS

The name and address of the Corporation's incorporator is:

J. Scott Gunn
Bank of America Tower
One Financial Plaza, Suite 2500
Fort Lauderdale, Florida 33394

ARTICLE IX
INDEMNIFICATION

The Corporation shall indemnify its officers, directors and authorized agents for all liabilities incurred directly, indirectly or incidentally to services performed for the Corporation, to the fullest extent permitted under Florida law existing now or hereinafter enacted.

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**ARTICLE X
LIMITATION ON SHAREHOLDER SUITS**

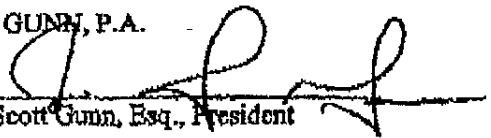
Shareholders shall not have a cause of action against the Company's officers, directors or agents as a result of any action taken, or as a result of their failure to take any action, unless deprivation of such right is deemed a nullity because, in the specific case, deprivation of a right of action would be impermissibly in conflict with the public policy of the State of Florida. The fact that this Article shall be inapplicable in certain circumstances shall not render it inapplicable in any other circumstances and the Courts of the State of Florida are hereby granted the specific authority to restructure this Article, on a case by case basis or generally, as required to most fully give legal effect to its intent.

IN WITNESS WHEREOF, we have subscribed our names this 4th day of December 2002.



J. Scott Gunn, Incorporator
Bank of America Tower
One Financial Plaza, Suite 2500
Ft. Lauderdale, Florida 33394

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

J. SCOTT GUNN, P.A.
By: 

J. Scott Gunn, Esq., President

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