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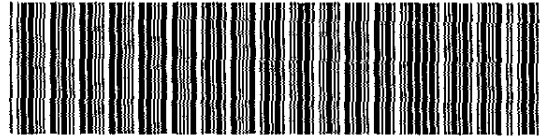
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

C.F. 4

LAW OFFICE
KEITH A. JAMES

April 5, 2006

VIA OVERNIGHT MAIL

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

RE: **ARTICLES OF INCORPORATION/OPT ENTERPRISES, INC.**

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-referenced corporation, together with this firm's check in the amount of \$ 87.50, representing payment for the following expenses:

Filing Fee	\$ 35.00
Registered Agent Fee	\$ 35.00
Certified Copy	\$ 8.75
Certificate of Status	\$ 8.75
	<u>\$ 87.50</u>

Please return the certified copy to this office at your earliest convenience.

If you should have any questions or require additional information, please do not hesitate to contact the undersigned.

Sincerely,



KEITH A. JAMES

KAJ:

cc: Mark Agresti, M.D.

ARTICLES OF INCORPORATION

OF

OPT ENTERPRISES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a Florida corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is OPT ENTERPRISES, INC.

ARTICLE II

DURATION

The Corporation shall have perpetual existence.

ARTICLE III

PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business and mailing address of the Corporation shall be 2151 45TH Street, Suite #205, West Palm Beach,, Florida 33407.

ARTICLE IV

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE V

CAPITAL STOCK

The Corporation is authorized to issue 10,000 shares of common stock with \$0.01 par value per share.

ARTICLE VI

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Corporation is 4510 Portofino Way, Suite 209, West Palm Beach, Florida 33409. The name of the initial registered agent of the Corporation at that address is KEITH A. JAMES, ESQ.

ARTICLE VII

INITIAL DIRECTORS

The names and street addresses of the initial directors of the Corporation are as follows:

<u>Name:</u>	<u>Address:</u>
1. Mark Agresti, M.D.	2151 45 th Street Suite #205 West Palm Beach, Florida 33407
2. Stuart Birnbaum	2151 45 th Street Suite #205 West Palm Beach, Florida 33407
3. David Dashev	2151 45 th Street Suite #205 West Palm Beach, Florida 33407

ARTICLE VIII

BYLAWS

The power to adopt, alter, amend or repeal bylaws of the Corporation shall be vested in the shareholders of the Corporation.

ARTICLE IX

INCORPORATOR

The name and street address of the incorporator is as follows:

Name:

KEITH A. JAMES, ESQ.

Address:

4510 Portofino Way
Suite 209
West Palm Beach, Florida 33409

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 5th day of April, 2005.



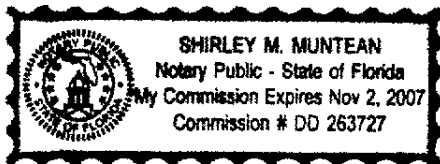
KEITH A. JAMES, ESQ.

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

The foregoing Articles of Incorporation were acknowledged before me this 5th day of April, by KEITH A. JAMES, ESQ., who:

[] is personally known to me; or

[✓] has produced identification: FL DL



Shirley M. Muntean
Notary Public, State of Florida

SHIRLEY M. MUNTEAN
(Print, Type or Stamp Commissioned Name of Notary Public)

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I, **KEITH A. JAMES, ESQ.**, am familiar with and accept the obligations of the appointment as the initial registered agent of OPT ENTERPRISES, INC., as made in the foregoing Articles of Incorporation.

DATED this 5th day of April, 2005.

By: 
KEITH A. JAMES, ESQ.

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TALLAHASSEE, FLORIDA