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ALAN E. GREENFIELD, P.A. ATTORNEY AT LAW 2800 DOUGLAS ROAD • SUITE DIT BARNETT BANK BUILDING • CORAL GABLES, FL 33134				OOOOO14888850 -03/24/9501061019 ****245.00 ****122.50	
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Examiner's Initials

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CR2E031(10/92)

ARTICLES OF INCORPORATION

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

95 MAR 24 PM 4: 04

OF

O E M GROUP ENTERPRISES, INC.

NAME: The name of this corporation is O E M GROUP ENTERPRISES, INC.

ARTICLE II

COMMENCEMENT OF EXISTENCE: This corporation shall commence to exist on the date filed with the Secretary of State.

ARTICLE III

PURPOSE: This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

CAPITAL STOCK: This corporation is authorized to issue 1000 shares of \$1.00 par value common stock, which shall be the only class of shares.

ARTICLE V

PRE-EMPTIVE RIGHTS: Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, or class of service as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT: The street address of the principal office of this corporation is 5240 N.W. 167th Street, Miami, Florida 33014.

The name of the initial registered office and initial registered agent of this corporation is ALAN E. GREENFIELD, Esq., 2600 Douglas Road, Suite #911, Coral Gables, Florida 33134.

ARTICLE VII

INITIAL BOARD OF DIRECTORS AND OFFICERS: This corporation shall have at least one director. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The names and addresses of the initial directors and officers of this corporation are:

NAME

ADDRESS

ALAN E. GREENFIELD - Director and President, Secretary & Treasurer

2600 Douglas Road, Ste. 911 Coral Gables, Florida 33134

ARTICLE VIII

INCORPORATORS: The names and addresses of the persons signing these Articles of Incorporation are:

> ALAN E. GREENFIELD - 2600 Douglas Road, Ste. #911 Coral Gables, Florida 33134

ARTICLE IX

INDEMNIFICATION: The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned subscribed have executed these Articles of Incorporation this 17 day of Warch 1995.

ALAN E. GREENFIELD

STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared ALAN E. GREENFIELD to me known to be the person described as Subscriber in and who executed the foregoing Articles of Incorporation, and he acknowledged before me, under oath, that he subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State aforesaid this day of Matt, 1995.

PUBLIC of Florida at large CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE MADE.

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First, that O E M GROUP ENTERPRISES, INC. with its principal office, located at 5240 N.W. 167th Street, Miami, FL 33014 has named ALAN E. GREENFIELD, located at 2600 Douglas Road, Suite #911, Coral Gables, Florida 33134, as its agent to accept service of process within this state.

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act.

ALAN E. GREENFIELD

Resident Agent an Registered Agent