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Automated Information Services, Inc. 12025 Highway 92 East Seffner, FL 33584

OFFICE USE ONLY

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1.	111 7	11 11	1 may a more
_	(Corporation Name)		(Document #)
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3.	(Corporation Name)		(Document #)
4.	(Corporation Name)		(Document #)
	(Corporation Name)		(Document #)
	Walk in Pick up time		Certified Copy
	Mail out Will wait	Photocopy	Certificate of Status

NEW FILINGS	AMENDMENTS
Profit	Amendment
NonProfit	Resignation of R.A., Officer/Director
Limited Liability	Change of Registered Agent
Domestication	Dissolution/Withdrawal
Other	Merger

OTHER FILINGS		
	Annual Report	
	Fictitious Name	
	Name Reservation	

REGISTRATION! QUALIFICATION
Foreign
Limited Partnership
Reinstatement
Trademark
Other

Examiner's Initials

CR2E031(10/92)

ARTICLES OF INCORPORATION OF OPPORTUNITY AMERICA, INC.

The undersigned, incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation;

ARTICLE I

The name of the Corporation is:

OPPORTUNITY AMERICA, INC.

ARTICLE I

It's principal address, and registered office, in the State of Florida is to be located at 12025 East Highway 92, Seffner, Florida 33584, in the town of Seffner, County of Hillsborough. The registered agent in charge thereof is Shawn P. Liegl at 17961 Sailfish Dr., Lutz, Florida 33549.

ARTICLE I

The nature of the business and objects and purposes purposed to be transacted, promoted and carried on, are to do any and all things herein mentioned as fully and to the same extent as natural persons might or could do, in any part of the world, viz:

Primary purpose

"The purpose of the corporation is to engage in any lawful act or activity for which the corporations may be organized under the general Corporation Law of Florida."

Secondary Purpose

To manage, market, advertise, service, promote, and otherwise oversee and supervise the sale, distribution, production, compulation and the day to day operation of the business of the corporation, as well as other companies, corporations and individuals who may from time to time retain or engage the services of the corporation. To deal and act as agents in the business of marketing and management services in all areas allowed by law including but not limited to the sale, operation, and management of telephone services, 900, 976, and 800 numbers as owner-operators, supervisors, managers and brokers for the corporation as well as others licensed to so operate. To buy, sell, distribute, print, publish, produce, purchase, or otherwise acquire, sell, import, export, distribute and deal in marketing, brokering and management of materials, services, supplies, giftwares, and goods in general by the way of telephone, facsimile, credit card, cash, and other means of as may be determined by the corporation from time to time as well as dealing in other merchandise and materials of any kind and description both new and used.

The foregoing purposes and activities will be interpreted as example only and not as limitations, and nothing therein shall be deemed as prohibiting the corporation from extending it's activities to any related or otherwise permissible lawful business purpose which may become necessary, profitable or desirable for the furtherance of the corporate objectives expressed above.

ARTICLE IV

The corporation shall have the authority to issue One Thousand Shares of Common Stock, each share to have No Par Value. The shares may be issued for the consideration expressed in dollars as may be fixed from time to time by the Board of Directors.

ARTICLE V

The names and mailing addresses of each of the incorporators are as follows:

Shawn P. Llegl 17961 Sallfish Dr. Lutz, FL 33549

Larry R. Wheat 1335F W. Brandon Blvd. #151 Brandon, FL 33511

ARTICLE VI

Prescribed shares in the corporation are as follows:

Shawn P. Liegl

500 Shares

Larry R. Wheat

500 Shares

We the undersigned, the aforementioned incorporators, hereto affix our signatures this 10th day of May, 1995.

Shawn P. Liegl

Larry R. Wheat

CERTIFICATE OF DESIGNATION OF REGISTERED ACENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED ACENT, IN THE STATE OF FLORIDA.

1. The name of the Corporation is:

OPPORTUNITY AMERICA, INC.

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2. The name and address of the registered agent and office is:

SHAWN P. LIEGL 17961 SAILFISH DR. LUTZ, FL 33549

Having been named as registered agent and 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 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.

Shawn P. Liegl, Incorporator