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PUBLIC ACCESS SYSTEM
(((H95000000974))) ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: FAS-T CORP. AGENTS, INC.
DEPARTMENT OF STATE 8405 NW 53RD ST
STATE OF FLORIDA SUITE C-100
409 EAST GAINED STREET MIAMI FL 33166- 062-0000
TALLAHASSEE, FL 32399 CONTACT: LIDIA FERNANDEZ
FAX: (904) 922-4000 PHONE: (305) 599-0839
FAX: (305) 592-9591
(((H95000000974))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: O & D, INC.
FAX AUDIT NUMBER: H95000008974 CURRENT STATUS: REQUESTED
DATE REQUESTED: 08/15/1995 TIME REQUESTED: 11:52:37
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 3 METHOD OF DELIVERY: FAX
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TALLAHASSEE, FLORIDA

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08/19/95 16:21

FAB-T CORPORATE AGENTS
JULIO CARRERA

(305) 592-9591

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PAGE 02

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**Articles of Incorporation
of
O&D, INC.**

Article I. Name

The name of this Florida corporation is:
O&D, INC.

Article II. Address

The mailing address of the Corporation is:

O&D, INC.
9220 S.W. 24 TERRACE
MIAMI, FL 33165

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TALLAHASSEE, FLORIDA

Article III. Capital Stock

The Corporation shall have the authority to issue 100 shares of common stock, par value \$1.00 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

JULIO T. CARRERA
9220 S.W. 24 TERRACE
MIAMI, FL 33165

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors are:

JULIO T. CARRERA

Prepared by:
Rachlin & Associates, P.A.
11120 N. Kendall Dr., Ste 201
Miami, FL 33178
(305) 270-2040
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(305) 592-9591

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Article VI.

The corporation shall have perpetual existence and may engage in any and all business permitted under the laws of the State of Florida and the United States.

Article VII. Incorporator

The name and address of the incorporator is:

JULIO T. CARRERA
9220 S.W. 24 TERRACE
MIAMI, FL 33185
PORT CHARLOTT, FL 33952

Article VIII. Corporate Existence

The corporate existence of the Corporation shall be effective upon filing.

The authorized representative of the incorporator executed the Articles of Incorporation on AUGUST 10, 1995

By: 

JULIO T. CARRERA
President

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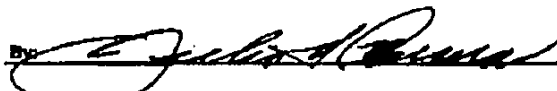
**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

**CORPORATION:
O&D, INC.**

**REGISTERED AGENT:
JULIO T. CARRERA
9220 S.W. 24 TERRACE
MIAMI, FL 33165**

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TALLAHASSEE, FLORIDA

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

By 
JULIO T. CARRERA
President

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