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Sherman Lubin
7815 Camino Real, Ste. 314
Miami, FL 33143
(305) 665-8356

September 11, 1995

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***122.00 **122.00

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

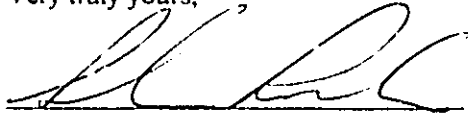
Re: OCS, Inc.

Gentlemen,

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.00.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,



Sherman Lubin
OCS, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
OCS, INC.

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned do hereby execute, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be: OCS, INC.

The principal place of business of this corporation shall be

7815 Camino Real, I-314, Miami, FL 33143

ARTICLE II.

This corporation shall commence its perpetual existence upon the filing of these Articles of Incorporation with the Secretary of State of the State of Florida.

ARTICLE III. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares which the corporation shall have authority to issue shall be as follows:

Number of Shares	Par Value	Class of Stock
20,000	\$.10	COMMON

All of said stock shall be payable in cash, property, real or personal, or labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this corporation.

ARTICLE V. ADDRESS

The street address of the initial registered agent shall be

7815 Camino Real, I-314, Miami, Fl 33143 and the name of the initial registered agent of the corporation is Sherman Lubin.

ARTICLE VI. DIRECTORS

This corporation shall have at least one director, with the exact number of directors to be specified by the shareholders from time to time unless the shareholders shall, by a majority vote hereafter, determine that the corporation be managed by the shareholders. The names and addresses of the directors of the corporation, who shall hold office for the first year or until their successors are duly elected and qualified, shall be:

Sherman Lubin
7815 Camino Real, I-314
Miami, FL 33143

Ryan Homer
7815 Camino Real, Suite 314
Miami, Fl. 33143

ARTICLE VII. INCORPORATORS

The name and street address of the incorporators to these Articles of Incorporation are: Sherman Lubin, 7815 Camino Real, I-314, Miami, FL 33143 and Ryan Homer, 7815 Camino Real, I-314, Miami, FL 33143.

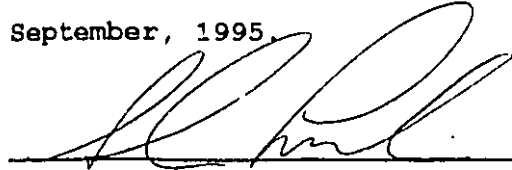
ARTICLE VIII.

The private property of the shareholders shall not be subject to the payment of the corporate debts to any extent whatever. The corporation shall have a first lien on the shares of its shareholders and upon the dividends due them for any indebtedness of such shareholders to the corporation.

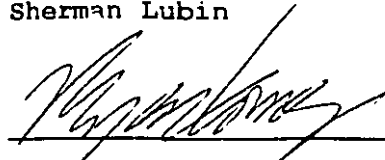
ARTICLE IX. INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law for such acts of the officer or director or former officer or director while acting in a corporation capacity,

IN WITNESS WHEREOF, the undersigned being original subscribers to the capital stock hereinabove named and the incorporators, for the purposes of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, do make and file this Certificate, hereby declaring and certifying the facts herein stated are true, and do respectively agree to take 10,000 shares each, and hereunto set their hands and seal this 11th day of September, 1995.



Sherman Lubin




Ryan Homer

STATE OF FLORIDA

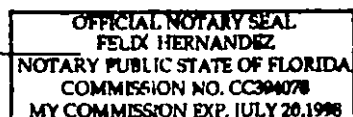
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 11th day of September, 1995, by



Notary Public, State of Florida at Large

My Commission expires: _____



CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

Certificate of Registered Agent

of

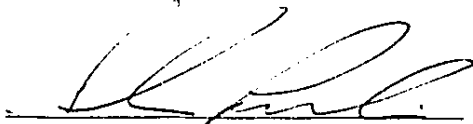
OCS, Inc.

Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at 7815 Camino Real, Ste. 314, Miami, Florida 33143 has named Sherman Lubin located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

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 Florida law in keeping open said office.



Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA