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Articles of Incorporation of  
OCM Technologies

O.C.M. Technologies  
3253 Bay to Bay Blvd.  
Tampa, FL 33629

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-01/17/96--01032--019  
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FILED  
96 FEB -7 AM 9:00  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

W96-1463

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

January 19, 1996

OCM TECHNOLOGIES  
3253 BAY TO BAY BLVD.  
TAMPA, FL 33629

SUBJECT: OCM TECHNOLOGIES  
Ref. Number: W96000001463

We have received your document for OCM TECHNOLOGIES and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

The effective date is not acceptable since it is not within five working days of the date of receipt.

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6924.

Sharon Tala  
Document Specialist Supervisor

Letter Number: 096A00002488

Articles of Incorporation of  
OCM Technologies, Inc.

Article One- Name

The name of this corporation is: OCM Technologies, Inc.

Article Two- Effective Date

This corporation shall exist perpetually, commencing as of the date of execution of these Articles of Incorporation.

Article Three- Purposes

This corporation may engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

Article Four- Capital Stock

The corporation is authorized to issue ten thousand (10,000) shares of one dollar (\$1.00) par value common stock. The initial capitalization of the corporation shall be two hundred dollars (\$200.00). All shares of one dollar (\$1.00) par value common stock shall be designated Section 1244 stock.

Article Five- Initial Board of Directors

This corporation shall have three (3) directors initially. The member of the directors may be increased or decreased from time to time as provided by the Bylaws of the corporation, but shall never be less than one (1). The name and address of the initial directors of this corporation are **Richard E. Copple**, 3253 Bay to Bay Blvd., Tampa, Florida 33629, **Sean R. Martin**, 90 lake Ct, Oldsmar, Florida 34677, and **Jason E. Olmsted**, 2248 N.E. Coachman RD, Clearwater, Florida 34625.

Article Six- Incorporators

The name and address of the persons signing these Articles Of Incorporation are **Richard E. Copple**, 3253 Bay to Bay Blvd., Tampa, Florida 33629, **Sean R. Martin**, 90 Lake Ct., Oldsmar, Florida 34677 and **Jason E. Olmstead**, 2248 N.E. Coachman RD, Clearwater, Florida 34625.

Principle office address is 3253 Bay to Bay Blvd., Tampa, Florida 33629.

FILED  
95 FEB - 7 AM 9:00  
SECRETARY OF STATE  
TAMPA, FLORIDA

Article Seven- Amendment

This corporation reserves the right to amend any of the provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders of this corporation is subject to this reservation.

Article Eight- Bylaws

The initial Bylaws of the corporation shall be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or adopt new Bylaws is rested in the Board of Directors of the corporation, subject to repeal or change by action of the shareholders of the corporation.

Article Nine- Informal Shareholders Action

The holders of not less than a majority of the issued and outstanding shares of voting stock of the corporation may act by written agreement without meeting as provided in the Florida Statutes 607.394 and the Bylaws.

Article Ten- Preemptive Rights

Each shareholder of the corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in the corporation that may, from time to time, be issued (whether or not presently authorized), including shares from the treasury of the corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation stating the prices, terms and conditions of the issue of shares and inviting him to exercise his preempted rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

Article Eleven- Cumulative Voting

In an election of directors by the shareholders, each shareholder of record entitled to vote shall have the right to cumulate his shares and to give one candidate as many votes as shall equal the number of directors to be elected. Multiplied by the number of shares owned by such shareholder, or to distribute them on the same principle among as many candidates as they see fit; provided however, that notice shall be given by any shareholder to the President or Vice President of the corporation not less than twenty four (24) hours before the time fixed for the holding of the meeting that he intends to accumulate his votes at such election. This right to vote cumulatively shall not be further restricted or qualified by any provision in the Bylaws of the corporation.

Article Twelve- Registered Agent & Registered Office

The initial registered agent is Sean R. Martin at the address of 90 Lake Ct., Oldsmar, Florida 34677. The registered agent hereby accepts duties and responsibilities as the registered agent.

In witness whereof, the undersigned incorporates executes these Articles of Incorporation this 2<sup>nd</sup> day of February 1996.

Richard E. Copple  
Richard E. Copple, As Incorporate

Sean R. Martin  
Sean R. Martin, As Incorporate

Jason E. Olmstead  
Jason E. Olmstead, As Incorporate

State of Florida, County of Hillsborough

The foregoing Articles of Incorporation were acknowledged before me this 2<sup>nd</sup> day of FEB. 1996, by Richard E. Copple and Sean R. Martin.

M. Lynn Cunniff  
Notary Public-State of Florida

