

OTM Service Corp.

P96000025822

March 15, 1996

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

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-03/18/96--01136--002  
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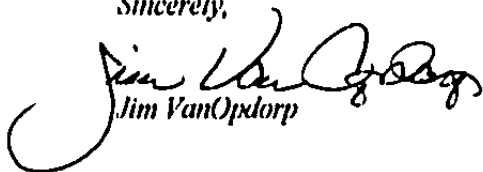
Re: Articles of Incorporation for OTM Service Corp.

Dear Sirs/Madams:

Enclosed you will find Articles of Incorporation for subject corporation along with the filing fee of \$122.50. Please forward a certified copy of the recorded articles to the incorporator as soon as possible.

Thank you for your assistance.

Sincerely,

  
Jim Van Oordorp

enc.

Dmc  
3/25/96

FILED  
96 MAR 18 AM 8:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
OTM SERVICE CORP.

FILED

96 MAR 18 AM 8:14

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, 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

The name and initial address of this Corporation shall be: OTM Service Corp., 400 West Atlantic Ave., Delray Beach, Fl 33444.

ARTICLE II

This Corporation may engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>NUMBER OF SHARES</u> <u>AUTHORIZED</u>	<u>PAR VALUE</u> <u>PER SHARE</u>	<u>CLASS OF</u> <u>STOCK</u>
10,000	\$1.00	Common

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

ARTICLE IV

This Corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE V

The initial registered office of this Corporation shall be 400 West Atlantic Ave., Delray Beach, Fl 33444 with the privilege of having its offices and branch offices at other places within or without the State of Florida. The initial registered agent at that address shall be James VanOpdorp.

#### ARTICLE VI

This Corporation shall have at least one director, with the exact number to be specified by the stockholders from time to time unless the stockholders shall, by a majority vote thereafter, determine that the Corporation be managed by the stockholders.

#### ARTICLE VII

The name and address of the first director(s) of the Corporation, who shall hold office for the first year or until his/her successor is duly elected and qualified, shall be:

          Name            
James VanOpdorp

          Address            
400 West Atlantic Ave.  
Delray Beach, Fl 33444

#### ARTICLE VIII

The name and address of the incorporator is: James VanOpdorp, 400 West Atlantic Ave., Delray Beach, Fl 33444.

#### ARTICLE IX

No contract or other transaction between this Corporation and any other corporation, and no act of this Corporation, shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this Corporation who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation which shall authorize any such contract or transaction with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.


#### Article X

The private property of the stockholders shall not be subject to payment of the corporate debts to any extent.

Article XI

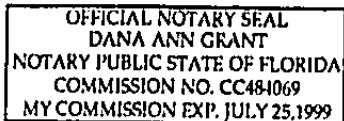
This Corporation may indemnify and insure its officers and directors to the fullest extent permitted by law.

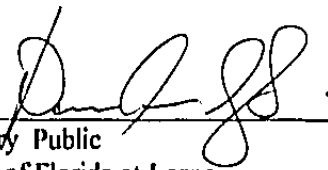
IN WITNESS WHEREOF, I, the undersigned, being the incorporator hereinbefore named, for the purpose of forming a Corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 15th day of March, 1996.

  
James VanOpdorp

STATE OF FLORIDA            )  
  )  
COUNTY OF PALM BEACH )   ss.

The foregoing instrument was acknowledged before me on this 15 day of March, 1996, by James VanOpdorp, as Incorporator of OTM Service Corp., on behalf of the Corporation. He has produced his drivers license and did not take an oath.



  
Notary Public  
State of Florida at Large  
My Commission Expires: 7/25/99

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICES OF PROCESS WITHIN THIS STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

**FILED**

96 MAR 18 AM 8:15

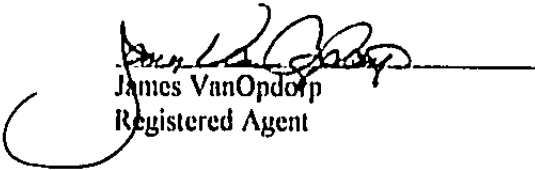
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In compliance with the laws of the State of Florida, the following is submitted:

First---That OTM Service Corp., desiring to organize under the laws of the State of Florida, has named James VanOpdorp as its statutory registered agent.

Having been named the statutory agent of the above Corporation at the place designated in this Certificate, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.

Dated this 15th day of March, 1996.

  
James VanOpdorp  
Registered Agent

P96 000025822

August 27, 1996

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

Re: Change of address for OTM Service Corp.

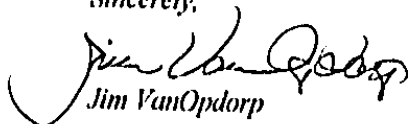
Dear Sirs/Madams:

The Articles of Incorporation for OTM Service Corp. were filed on March 18, 1996 and assigned document number P96000025822. The new address for the corporation, effective September 1, 1996, is as follows:

OTM Service Corp.  
3200 Shawnee Avenue, Suite 4  
West Palm Beach, FL 33409

Thank you for your assistance.

Sincerely,

  
Jim VanOpdorp

enc.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
56 AUG 29 PM 3:11