

APR-23-98 TUE 11:10

KRAMER GREEN ZUCKERMAN & KAHN, P.A.

FAX NO. 3059811805

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FROM: KRAMER, GREEN, ZUCKERMAN & KAHN, P.A.

STATE OF FLORIDA

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PHONE: (305) 966-2112

FAX: (305) 961-1605

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DOCUMENT TYPE:

FLORIDA PROFIT CORPORATION OR P.A.

NAME: OILANG USA, INC.

FAX AUDIT NUMBER: H96000005700

CURRENT STATUS: REQUESTED

DATE REQUESTED: 04/23/1998

TIME REQUESTED: 12:36:32

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 4

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$122.00

ACCOUNT NUMBER: 073707002173

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ARTICLES OF INCORPORATION
OF
OLANG USA, INC.

FILED
APR 23 1998
CLERK OF COURT
JUDICIAL CIRCUIT IN AND FOR
THE NINTH JUDICIAL CIRCUIT
IN FLORIDA
TALLAHASSEE

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I
NAME

The name of the Corporation is OLANG USA, INC.

ARTICLE II
DURATION

The duration of the Corporation is perpetual.

ARTICLE III
PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the State of Florida.

ARTICLE IV
AUTHORIZED SHARES

The aggregate number of shares which the Corporation is authorized to issue is 1,000. Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

Prepared by: Howard N. Kahn, Esq., Fla. Bar No. 724416
KRAMER, GREEN, ZUCKERMAN & KAHN, P.A.
4000 Hollywood Boulevard
Suite 485 South
Hollywood, FL 33021
(954)966-2112

ARTICLE V
REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation and the name of its initial registered agent is:

Howard N. Kahn
4000 Hollywood Boulevard
Suite 485 South
Hollywood, FL 33021

ARTICLE VI
DIRECTORS

The number of directors constituting the board of directors of the Corporation shall be determined in accordance with the by-laws, but shall not be less than one. The number of directors constituting the initial board of directors is two (2). The name and address of the person to serve as member of the initial board of directors is:

Joseph Maenza
1688 Meridian Avenue
Suite 801
Miami Beach, FL 33139

Fidenzio Bizzotto
1688 Meridian Avenue
Suite 801
Miami Beach, FL 33139

ARTICLE VII
INCORPORATOR

The name and address of the Incorporator is:

Howard N. Kahn
4000 Hollywood Boulevard
Suite 485 South
Hollywood, FL 33021

ARTICLE VIII
INDEMNIFICATION

The Corporation shall indemnify each director, officer and shareholder of the Corporation against any and all liability and expense incurred by him in connection with

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or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer, director or shareholder of the Corporation to the full extent permitted by the laws of the State of Florida.

**ARTICLE IX
PRINCIPAL OFFICE**

The initial street address of the principal office of the Corporation is:

1688 Meridian Avenue
Suite 801
Miami Beach, FL 33139

Executed by the undersigned on the 22 day of April, 1996.

INCORPORATOR:

HOWARD N. KAHN

STATE OF FLORIDA }

} S.S.

COUNTY OF BROWARD }

BEFORE ME personally appeared HOWARD N. KAHN to me well known to be the person described in and who subscribed the above Articles of Incorporation and he freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth. He is personally known to me and he did not take an oath.

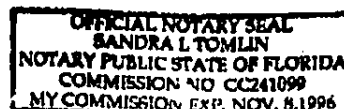
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, this 22 day of April, 1996.

Sandra L. Tomlin
NOTARY PUBLIC

Sandra L. Tomlin
Typewritten Name of Notary

My Commission Expires: 11/08/96

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ACKNOWLEDGMENT OF APPOINTMENT OF REGISTERED AGENT

Having been named the registered agent for the above Corporation at the place designated in the foregoing Articles of Incorporation, 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.

REGISTERED AGENT:


HOWARD S. KAHN

kahn\macnxs\oleng.aol
File No. 1078.4

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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MAY-22-97 THU 10:30

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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

FROM: KRAMER, GREEN, ZUCKERMAN & KAHN, P.A.

ACCT#: 073707002173

CONTACT: SANDY TOMLIN

PHONE: (954)966-2112

FAX #: (954)981-1605

NAME: OLANG USA, INC.

AUDIT NUMBER.....H97000008546

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 1

CERT. COPIES.....1

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TALLAHASSEE, FLORIDA

97 MAY 23 AM 9:43

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KRAMER, GREEN, ZUCKERMAN & KAHN, P.A.

PRESIDENTIAL CIRCLE • 4000 HOLLYWOOD BOULEVARD • SUITE 400 SOUTH • HOLLYWOOD, FL 33021 • BROWARD 954 / 966-2112 • DADE 305 / 374-4303 • FAX 954 / 961-1005

MAY-22-97 THU 18:40

KRAMER GREEN ZUCKERMAN K

FAX NO. 9548811805

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MAY 18 '97 18:00 FROM:KRAMER.GREEN.ETAL.

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
OLANG USA, INC.

FILED
27 MAY 23 AM 9 43
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, President and Secretary of OLANG USA, INC., a Florida corporation, hereby certify that the following resolution was adopted by the unanimous written consent of all of the directors and stockholders of the Corporation, by corporate action effective as of May 22, 1997.

RESOLVED, that Article I of the Articles of Incorporation of OLANG USA, INC., be amended to read as follows:

"ARTICLE I

The name of this Corporation shall be PRO-DYNAMIX, INC."

IN WITNESS WHEREOF, the undersigned have signed these Articles of Amendment this 22nd day of May, 1997 and have attached the corporate seal hereto.

OLANG USA, INC.

BY: Joseph Maenza
JOSEPH MAENZA, President

BY: Fidenzio Bizzotto
FIDENZIO BIZZOTTO, Secretary

John Maenza/Olangusa

Prepared by: Howard N. Kahn, Esq., Bar No. 724416, 4000 Hollywood Boulevard, Suite 485 So., Hollywood, FL 33021, phone: (954)966-2112

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