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TO: DIVISION OF CORPORATIONS FROM: RUBIN BAUM & LEVIN, CONSTANT RIEDMAN
200 S. BISCAYNE BLVD.
2500 S. FINANCIAL CENTER
MIAMI FL 33131-2336
CONTACT: KENDALL SPARKMAN
PHONE: (305) 374-7580
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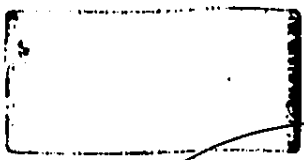
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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: THE OPT CONCH CORPORATION
FAX AUDIT NUMBER: H96000007283
DATE REQUESTED: 05/23/1996
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** ENTER 'M' FOR MENU. **

*EFFECTIVE DATE
5/21/96*

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96 MAY 23 PM 3:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



5/23

RECEIVED
96 MAY 23 AM 11:57
DIVISION OF CORPORATIONS

**ARTICLES OF INCORPORATION
OF
THE OPT CONCH CORPORATION**

EFFECTIVE DATE
5/21/96

ARTICLE I -- NAME

The name of this corporation is THE OPT CONCH CORPORATION.

ARTICLE II -- PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this corporation are:

18700 Lake Iola Road
Dade City, Florida 33525.

ARTICLE III -- PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

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TALLAHASSEE, FLORIDA

ARTICLE IV -- CAPITAL STOCK

The aggregate number of shares which this corporation shall have authority to issue is One Thousand (1000) shares of common stock, all of which are to have a par value of One Dollar (\$1.00).

ARTICLE V -- INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

18700 Lake Iola Road
Dade City, Florida 33525;

and the name and address of the initial registered agent of this corporation are:

Name

Address

Clifton Pottberg

18700 Lake Iola Road
Dade City, Florida 33525.

This instrument prepared by:
John C. Sumberg, Esquire
Florida Bar No. 184681
RUBIN BAUM LEVIN CONSTANT FRIEDMAN & BILZIN
2500 First Union Financial Center
Miami, Florida 33131-2336
Telephone: 305-374-7580

ARTICLE VI -- COMMENCEMENT

This corporation shall commence as of 12:01 A.M., May 21 1996.

ARTICLE VII -- INITIAL BOARD OF DIRECTORS

The Initial Board of Directors of this corporation shall be comprised of one (1) person. The number of directors may be either increased or decreased from time to time as provided for in the By-laws of the corporation, but shall never be fewer than one. The name and address of the initial director of this corporation are:

Name

Address

Clifton Pottberg

18700 Lake Iola Road
Dade City, Florida 33525.

ARTICLE VIII -- INCORPORATOR

The name and address of the person signing these Articles of Incorporation as incorporator are:

Name

Address

Clifton Pottberg

18700 Lake Iola Road
Dade City, Florida 33525.

ARTICLE IX -- BY-LAWS

The power to alter, amend or repeal the By-laws of this corporation shall be vested in each of the Board of Directors and the shareholders of this corporation. The shareholders of this corporation may amend or adopt a by-law that fixes a greater quorum or voting requirement for shareholders (or voting groups of shareholders) than is required by law.

ARTICLE X -- INDEMNIFICATION

This corporation shall indemnify any officer, director and incorporator, or any former officer, director and incorporator, of this corporation to the fullest extent permitted by law.

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ARTICLE XI - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as incorporator thereof and in acceptance of his appointment as registered agent therein this 21st day of May, 1996.

Clifton Pottberg
Clifton Pottberg, Incorporator and
Registered Agent

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