

P96000051544

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

No 52504

RE:

0AO Ltd Inc

NAME _____
FIRM _____
ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

David GAVE
AUTHORIZATION BY PHONE TO
CORRECT Name
DATE 6/12/96
DOC. EXT. BR

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE <u>6/17</u>			
TIME <u>9:30</u>			CK No. _____
BY <u>JD</u>			

WALK-IN
Will Pick Up _____

	C.O. FEE.	DISBURSED
Capital Express™		
Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
() Cert. Copy(s)		
Art. of Amend. File		
Dissolution/Withdrawal		
C U S-		
Fictitious Name File		
Name Reservation		
Annual Report/Reinstatement		
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, Copies		
Courier Service		
Shipping/Handling		
Phone ()		
Top Priority		
Express Mail Prep.		
FAX ()		

SUBTOTALS

FEE.....	
DISBURSED.....	
SURCHARGE.....	
TAX on corporate supplies.....	
SUBTOTAL.....	
PREPAID.....	
BALANCE DUE.....	

Please remit service number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

ARTICLES OF INCORPORATION

OF

OAO LIMITED, INC.

FILED
96 JUN 17 PM 2:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation is OAO LIMITED, INC.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the corporation's principal office is c/o Michael D. Ehrenstein, Esquire, Kluger, Peretz, Kaplan & Berlin, P.A., 201 South Biscayne Blvd., Suite 1970, Miami, Florida 33131. The corporation's mailing address is c/o Michael D. Ehrenstein, Esquire, Kluger, Peretz, Kaplan & Berlin, P.A., 201 South Biscayne Blvd., Suite 1970, Miami, Florida 33131.

ARTICLE III

DURATION AND COMMENCEMENT OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The corporate existence shall commence upon the filing of these Articles of Incorporation with the Department of State.

ARTICLE IV

NATURE OF BUSINESS

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

ARTICLE V

CAPITAL STOCK

The corporation is authorized to have outstanding one class of stock, to be designated as Common Stock. The maximum number of shares of Common Stock which the corporation is authorized to have outstanding is 1,000 shares of Common Stock of a par value of \$1.00 per share. Holders of Common Stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holders of Common Stock shall have pre-emptive rights to subscribe to the corporation's securities and are entitled to receive the net assets of the corporation upon dissolution.

ARTICLE VI

INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of this corporation is Michael D. Ehrenstein, Esquire. The street address of the corporation's initial registered office is Kluger, Peretz, Kaplan & Berlin, P.A., 201 South Biscayne Blvd., Suite 1970, Miami, Florida 33131.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The corporation shall have one initial director. The number of directors may be increased or decreased from time to time in the manner provided in the bylaws of the corporation. The name and street address of the initial director is:

Richard Kahr
c/o Michael D. Ehrenstein, Esquire
Kluger, Peretz, Kaplan & Berlin, P.A.
201 South Biscayne Blvd., Suite 1970
Miami, Florida 33131

ARTICLE VIII

INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is Michael D. Ehrenstein, Esquire, Kluger, Peretz, Kaplan & Berlin, P.A., 201 South Biscayne Blvd., Suite 1970, Miami, Florida 33131.

ARTICLE IX

BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE X

INDEMNIFICATION

The corporation shall indemnify, to the full extent permitted by law, the Incorporator, any officer or director of the corporation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 14th day of June, 1996.

By: 
Michael D. Ehrenstein

CERTIFICATE OF REGISTERED AGENT

OF

OAO LIMITED, INC.

FILED
JUN 17 PM 2:49
SEC. OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.0501 of the Florida Business Corporations Act, the following is submitted, in compliance with said Act:

That OAO LIMITED, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Corporation, has named Michael D. Ehrenstein, Esquire, Kluger, Peretz, Kaplan & Berlin, P.A., 201 South Biscayne Blvd., Suite 1970, Miami, Florida 33131, County of Dade, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity and agrees to comply with the provision of said Act relative to keeping open said office.

Dated this 14th day of June, 1996


Michael D. Ehrenstein