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HOWARD R. WOMELDORPH, JR., CPA
6489 PARKLAND DRIVE
SARASOTA, FLORIDA 34243

Office Use Only

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NEW FILINGS	
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/ QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

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FILED
SECRETARY OF STATE
CORPORATIONS
97 JUN 20 2 1997

8/10/23/97

ARTICLES OF INCORPORATION

OF

OTTO ENTERPRISES, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN 22 11 05 AM

These Articles of Incorporation are made and subscribed for the purposes of organizing a corporation for profit under the Florida General Corporation Act, Chapter 607, Florida Statutes.

ARTICLE I - NAME AND PRINCIPAL ADDRESS

The name of this corporation is:

OTTO ENTERPRISES, INC.

The principal address of the corporation is:

15680 Hancock Road

Sarasota, Florida 34240

ARTICLE II - PURPOSE

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

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue one million (1,000,000) shares of common stock, par value of ONE DOLLAR (\$1.00) per share.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 15680 Hancock Road, Sarasota, Florida 34240 and the name of the initial registered agent is JUERGEN OTTO.

ARTICLE V - INITIAL BOARD OF DIRECTORS

The initial Board of Directors of this corporation shall be:

JUERGEN OTTO

Address: 15680 Hancock Road

Sarasota, Florida 34240

ARTICLE VI - RESTRICTIONS ON MEMBERSHIP TO BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time, by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VII - INCORPORATION

The name and address of the person signing these Articles is:

JUERGEN OTTO

15680 Hancock Road

Sarasota, Florida 34240

ARTICLE VIII - BYLAWS

The power to adopt, alter, amend, or repeal Bylaws shall be vested in the shareholders, and except to the extent limited by the shareholders, in the Board of Directors.

ARTICLE IX - DURATION

The existence of this corporation shall commence on the date of filing these Articles, and shall be perpetual.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend, alter, change, or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner now or hereafter prescribed by law, and any right conferred upon the shareholders is subject to this reservation.

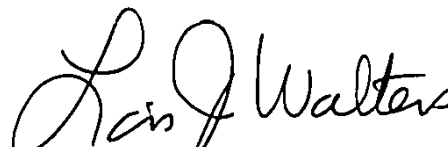
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 17th day of June, 1997.


JUERGEN OTTO
Incorporator

STATE OF FLORIDA
COUNTY OF SARASOTA

I HEREBY CERTIFY that on this 17th day of June, 1997, before me, an officer duly authorized and acting, personally appeared JUERGEN OTTO, to me known and known to me, or who has produced _____ as identification to be the individual described in and who executed the foregoing instrument and acknowledged then and there before me that he executed said instrument.

WITNESS MY HAND and official seal in the County and State aforesaid this day and year listed above written.


Notary Public
My commission expires:



LOIS JEAN WALTERS
COMMISSION # CC 466568
EXPIRES MAY 31, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.

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

In pursuant of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First -- That OTTO ENTERPRISES, INC. desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at city of Sarasota, County of Sarasota, State of Florida has named JUERGEN OTTO located at 15680 Hancock Road, City of Sarasota, County of Sarasota, State of Florida, as its agent to accept service process within this state.

ACKNOWLEDGMENT:

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

By:

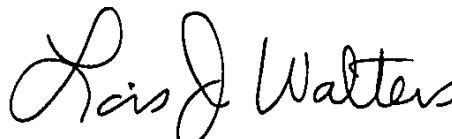

JUERGEN OTTO
Registered Agent

FILED STATE
SECRETARY OF STATE
JUN 17 1997

STATE OF FLORIDA
COUNTY OF SARASOTA

I HEREBY CERTIFY that on this 17th day of June, 1997, before me, an officer duly authorized and acting, personally appeared JUERGEN OTTO, to me known and known to me, or who has produced _____ as identification to be the individual described in and who executed the foregoing instrument and acknowledged then and there before me that he executed said instrument.

WITNESS MY HAND and official seal in the County and State aforesaid this the day and year last aforementioned.



Notary Public

My commission expires:

