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TO: DIVISION OF CORPORATIONS FAX #: (850) 922-4001
FROM: EMPIRE CORPORATE KIT COMPANY ACCT#: 072450003255
CONTACT: RAY STORMONT
PHONE: (305) 541-3694 FAX #: (305) 541-3770

NAME: O T D MESSENGER, INC.
AUDIT NUMBER.....H97000010741
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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97 JUN 30 PM 4:00
TALLAHASSEE, FLORIDA

(6)
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ARTICLES OF INCORPORATION
OF
O T D MESSENGER, INC.

97 JUN 30 PM 4:00
FILED
SECRETARIAL TALLAHASSEE, FLORIDA

The undersigned party to these Articles of Incorporation, a natural person competent to contract, hereby for and and incorporate a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be : O T D MESSENGER, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 6601 NW 15th Way, Fort Lauderdale, Florida 33309-1525.

ARTICLE III CAPITAL STRUCTURE

The Corporation is authorized to issue five thousand shares of Common Stock, each share having a Par Value of one dollar.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is : Patrick Cervone, 6601 NW 15th Way, Fort Lauderdale, Florida 33309.

Prepared by: Gary McClain, 1470 S.W. 19th Avenue
Ft. Lauderdale, Florida 33312
(954) 525-6928

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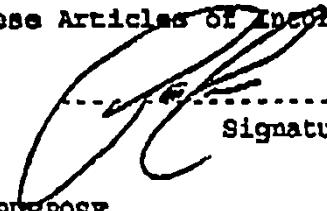
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ARTICLE V INCORPORATIONS

The name and street address of the incorporator to these
Articles of Incorporation is:

Patrick Cervone
6601 NW 15th Way
Fort Lauderdale, Florida 33309

The undersigned has executed these Articles of Incorporation


Signature/Title

ARTICLE VI - PURPOSE

The Corporation is organized for the following purposes:

1. For the purpose of transacting any and all lawful business permitted under the Laws of the United States and of the State of Florida.
2. For the purpose of engaging in any one or more of the acts and things herein set forth.

ARTICLE VII - VOTING RIGHTS

Except as otherwise provided by the law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding shares of Common Stock.

H 97000010741

H 97000010741

ARTICLE VIII - PRE-EMPTIVE RIGHTS

Every Shareholder, upon the sale for cash of any new stock of this Corporation of the same kind as that which he already holds, shall have the right to purchase his prorated share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE IX - INITIAL BOARD OF DIRECTORS

The corporation shall have (1) Director initially name and address of the initial director of this Corporation is:

Patrick Cervone
6601 NW 15th Way
Fort Lauderdale, Florida 33309

ARTICLE X - LENGTH OF EXISTENCE

The Corporation shall have perpetual existence, unless sooner dissolved according to law. Corporate existence shall commence on the date these Articles are executed.

ARTICLE XI - OFFICERS

The corporation shall have a President and a Secretary-Treasurer, and such other and/or additional officers as may be created from time to time by, and authorized by, its Bylaws. IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the Laws of the State of Florida, this 30 day of June, 1997.

H 97000010741

H 97000010741

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: O T D Messenger, Inc.

2. The name and address of the registered agent and office is: Patrick Cervone, 6601 NW 15th Way, Fort Lauderdale, Florida

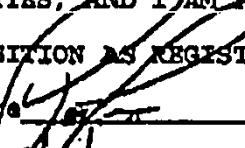
33309.

Signature 
(corporate officer)

Title PRESIDENT

Date 6/30/97

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature 

Date 6/30/97

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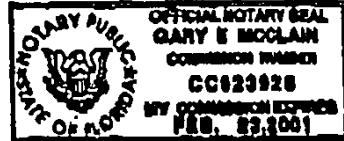
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STATE OF FLORIDA)
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this 30 day of June 1997, personally came and appeared before me, the undersigned authority, Patrick Cervone to me well known, and known to me to be the person described in and who acknowledged to me that he executed the foregoing Certificate of Incorporation as his free and voluntary act and deed and for uses and purposes expressed therein.

IN WITNESS WHEREFOR, I have hereunto set my hand and seal on the day and year first above written.

Gary McClain
Notary Public
My Commission Expires:



H 97000010741