

LAW OFFICES

NICHOLAS F. TSAMOUTALES, P. A.

1900 PALM BAY ROAD, NORTHEAST

SUITE G

PALM BAY, FLORIDA 32905-7538

NICHOLAS F. TSAMOUTALES

DIANA TUAL

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February 23, 1998

Secretary of State of Florida
Corporate Records
P. O. Box 6327
Tallahassee, FL 32314

RE: TAS, INC.

300002445333--1
-03/03/98--01048--009
*****70.00 *****70.00

Dear Sir:

Enclosed is the original and one copy of the Articles of Incorporation for the captioned corporation. A check in the amount of \$70.00 for filing fee is also enclosed.

Please approve and file the original and return a copy to this office.

Thank you for your assistance in this matter.

Very truly yours,

Nicholas F. Tsamoutales

NFT/rn
Encls.

FILED
- SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR -3 PM 2:44

EFFECTIVE DATE
3-2-98

10-90
 3-16-98
 10-90
 10-90



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 4, 1998

NICHOLAS F. TSAMOUTALES, P.A.
1900 PALM BAY RD., NE, SUITE G
PALM BAY, FL 32905-7538

RECEIVED MAR - 9 1998

SUBJECT: TAS, INC.
Ref. Number: W98000004846

We have received your document for TAS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6995.

Wanda Sampson
Document Specialist

Letter Number: 098A00012008

ARTICLES OF INCORPORATION
OF
OPA, INC.

FILED IN STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 MRR - 3 P.M. 2-14

THE UNDERSIGNED subscriber of these Articles of Incorporation a natural person, competent to contract, forms a corporation under the laws of the State of Florida, and further agrees to the following conditions of said corporation.

ARTICLE I

NAME

The name of the corporation is: OPA, INC.

ARTICLE II

DURATION

This Corporation shall have perpetual existence commencing March 2, 1998.

ARTICLE III

PURPOSE

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

ARTICLE IV

AUTHORIZED STOCK

The corporation is authorized to issue ten thousand (10,000) shares of common stock having a par value of one cent (\$.01) per share.

RECEIVED
3-2-98

ARTICLE V
VOTING RIGHTS

Except as otherwise provided by 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 common shares.

ARTICLE VI
INITIAL PRINCIPAL OFFICE AND AGENT

The street address of the initial principal office of this corporation is 1498 Van Eck Road, NW, Palm Bay, FL 32907; and the name of the initial registered agent of this corporation is: Nicholas F. Tsamoutales, 1900 Palm Bay Road, NE, Suite G, Palm Bay, FL 32905.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director initially. The number of Directors may be increased or decreased from time to time by the By-Laws. The name and address of the initial Director of this corporation is:

THEODORE THEODOROPOULOS	1498 Van Eck Road, NW Palm Bay, FL 32907
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ARTICLE VIII
INCORPORATOR

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

THEODORE THEODOROPOULOS	1498 Van Eck Road, NW Palm Bay, FL 32907
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ARTICLE IX

OFFICERS

The officers of the corporation shall initially consist of a President, and such others as may be deemed appropriate and provided for in the By-Laws.

The name of the prson who is to initially serve as such officer is:

<u>OFFICE</u>	<u>NAME</u>
PRESIDENT	THEODORE THEODORPOULOS

The officers shall be elected at the annual meeting of the Board of Directors, or as provided by the By-Laws.

ARTICLE X

RESTRICTIONS ON TRANSFER OF STOCK

The shares of Capital Stock of this corporation shall be issued initially to the following person and in the amount set opposite his name:

<u>NAME</u>	<u>SHARES</u>
THEODORPOULOS	100

Shareholders shall not divest themselves of any of the shares without first giving the other shareholder the opportunity to purchase the shares of stock to be sold. Other shareholders shall have thirty (30) days from the date of the offer to sell, to either reject or purchase the shares offered for sale. The terms, agreements, and conditions for offering and/or acceptance for the sale of such shares among and between the shareholders shall be more specifically defined in the By-Laws of the corporation.

ARTICLE XI
PREEMPTIVE RIGHTS

Shareholders of the corporation shall have preemptive rights to acquire their pro rata share of stock of the corporation, no matter when authorized, and for whatever consideration is contemplated to be received by the corporation, including but not limited to cash, other property, services, the acquisition of other corporations' shares or property through merger or the extinguishment of debts. Preemptive rights shall apply to the reissuance of all redeemed or otherwise acquired shares, including the reissuance of treasury shares.

This Article pertaining to preemptive rights may not be amended or deleted without the majority vote of the shareholders of each affected class.

No issue of stock of the corporation shall take place unless the price at which the stock is to be issued shall be approved by the vote of a majority of the shareholders of the corporation.

These preemptive rights shall apply to any corporate obligation which is convertible to or exchangeable for any stock of the corporation, or where there is attached to said obligation any stock warrants or rights which allow the holder to acquire by subscription or purchase any stock of the corporation.

ARTICLE XII
MANAGEMENT OF THE CORPORATION
BY THE BOARD OF DIRECTORS

All management powers shall be exercised by or under the

authority of, and the business and affairs of this corporation shall be managed under, the direction of the Board of Directors of this corporation.

IN WITNESS WHEREOF, the undersigned subscribing incorporator has executed these Articles of Incorporation this 28th day of February, 1998.



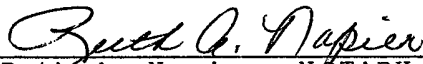
THEODORE THEODOROPOULOS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR -3 PM 2:44

STATE OF FLORIDA

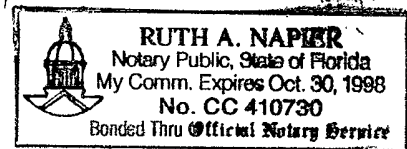
COUNTY OF BREVARD

The foregoing Articles of Incorporation were acknowledged before me this 28th day of February, 1998, by THEODORE THEODOROPOULOS who is personally known to me.



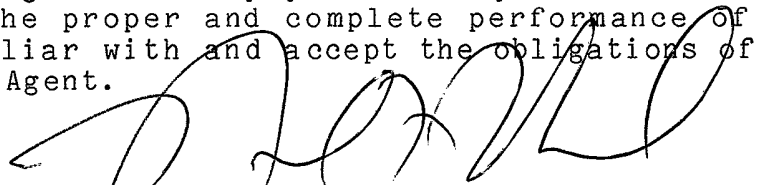
Ruth A. Napier, NOTARY PUBLIC

Commission Expires: 10/30/98



ACCEPTANCE BY REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above-stated corporation at the place designated in Article VI of these Articles of Incorporation, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.



NICHOLAS F. TSAMOUTALES

1900 Palm Bay Road, NE, Suite G
Palm Bay, FL 32905
407-727-1111

Date: February 28, 1998