

P98000034547

March 11th 1998

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

EFFECTIVE DATE
3-27-98

000002478430--8
-04/03/98--01081--009

*****70.00 *****70.00

To Whom It May Concern:

Enclosed please find the Articles of Incorporation and check number 1024 in the amount of \$70.00 to cover the cost of filing:

Oertel & Brandt Inc.

Your immediate attention will be greatly appreciated.

Sincerely Yours,


G. F. Oertel III

813-526-2305

FILED
98 APR -3 AM 7:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W98-7630
789, 2551, 625, 524, 2550

BR 4/6/98
4/16/98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 6, 1998

G F OERTEL III
1937 CAROLINA AVE NE
ST PETERSBURG, FL 33703

SUBJECT: OERTEL & BRANDT INC.
Ref. Number: W98000007630

We have received your document for OERTEL & BRANDT 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):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

The effective date is not acceptable since it is not within five working days of the date of receipt.

A CORPORATION CAN HAVE ONLY ONE REGISTERED AGENT. PLEASE REMOVE ONE OF THE NAMES FROM ARTICLE VI AND THE REGISTERED AGENTS PAGE.

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) 487-6919.

Beth Register
Corporate Specialist Supervisor

Letter Number: 998A00018184

EFFECTIVE DATE

3-27-98

ARTICLES OF INCORPORATION

OF

OERTEL & BRANDT INC.

The undersigned subscribers to these articles of incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation for profit under the Laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be:

OERTEL & BRANDT INC.

The principal office shall be:

1937 Carolina Avenue N.E.

St. Petersburg, Florida 33703

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ARTICLE II - NATURE OF BUSINESS

The general character or nature of the business to be transacted by this corporation is:

(a) To acquire by purchase, lease, or otherwise, lands and interests in lands, and to own, hold, improve, develop and manage any real estate so acquired, and to erect, or cause to be erected on any land owned, held, or occupied by the corporation, buildings or other structures, public or private, with their appurtenances, and to manage, operate, lease, rent, rebuild, enlarge, alter, or improve any buildings or other structures, now or hereafter erected on any lands so owned, held, or occupied, and to encumber or dispose of any lands, or interest in lands, and any buildings or other structures, at any time owned or held by the corporation. To buy, sell, mortgage, exchange, lease, hold for investment or otherwise, use and operate, real estate of all kinds, improved or unimproved, and any right or interest therein.

(b)To engage in retail, wholesale and manufacturing business in any and all fields and to do all things necessary to engage in any type of business generally.

(c)To acquire, by purchase, lease, manufacture, or otherwise any personal property deemed necessary or useful in the equipment, furnishing, improvement, development or management of any property, real or personal, at any time owned, held, or occupied by the corporation, and to invest, trade and deal in any personal property deemed beneficial to the corporation, and to lease, rent, encumber or dispose of any personal property at any time owned or held by the corporation.

(d)To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property or other instruments to secure the payment of corporate indebtedness as required.

(e)To purchase the corporate assets of any other corporation and engage in the same or other character of business, including repurchase of its own shares.

(f)To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state of government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

(g)To enter into, make, perform, and carry out contracts and agreements of every kind, for any lawful purpose, without limit as to amount, with any person, firm, association, or corporation, and to transact any further and other business necessarily connected with the purposes of this corporation, or calculated to facilitate the same, including purchase of its own shares.

(h)To carry on any or all of its operations and businesses and to promote its objects within the State of Florida or elsewhere, without restriction as to place or amount, and to have, use, exercise and enjoy all of the general powers of like corporations.

(i)To engage in any and all lawful businesses, trades, occupations and professions.

(j)To do any or all the things herein set forth to the same extent as natural persons might or could do, and in any part of the world as principals, agents, contractors, or otherwise, alone or in company with others, and to do and perform all such other things and acts as may be necessary, profitable, or expedient in carrying on any of the business or acts above-named.

The intention is that none of the objects and powers as herein above set forth, except where otherwise specified in this Article, shall be in anyway limited or restricted

by reference to or inference from the terms of any other objects, powers or clauses of this Article or any other Articles, but that the objects and powers specified in each of the clauses in this Article shall be regarded as independent objects and powers.

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is:

1000 Common Stock, Par Value \$.01

Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the Board of Directors of this Corporation at any regular or special meeting.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is One Hundred Dollars (\$100.00).

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI - REGISTERED OFFICE & REGISTERED AGENT

The Initial Registered Office of this corporation is to be:

1937 Carolina Avenue N.E.

St. Petersburg, Florida 33703

The Initial Registered Agent of the corporation is:

G. Frederick Oertel III

ARTICLE VII - BOARD OF DIRECTORS

The corporation shall have the number of directors as shown below in Article VIII, initially. The number of Directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one.

ARTICLE VIII - INITIAL DIRECTORS

The names and street addresses of the first Board of Directors who shall hold office until their successors are elected and have qualified, are as follows:

**G. Frederick Oertel III
1937 Carolina Avenue N.E.
St. Petersburg, Florida 33703**

**E. Robin Brandt
1815 Bough Ave. Unit B
Clearwater, FI 33760**

ARTICLE IX - SUBSCRIBERS

The name and street address of each subscriber of these Articles of Incorporation is as follows:

**G. Frederick Oertel III
1937 Carolina Avenue N.E.
St. Petersburg, Florida 33703**

**E. Robin Brandt
1815 Bough Ave. Unit B
Clearwater, FI 33760**

ARTICLE X - EFFECTIVE DATE

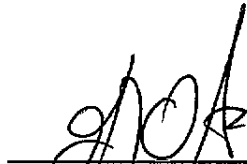
These Articles of Incorporation shall be effective as of March 27, 1998.

ARTICLE XI - AMENDMENT

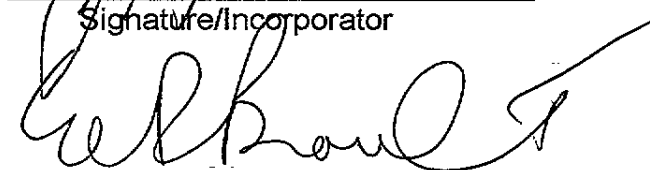
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

FILED
98 APR -3 AM 7:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE XII - INCORPORATOR



Signature/Incorporator



Signature/Incorporator

4-9-98

Date

4 | 9 | 98

Date

Having been named as registered agent and to accept service of process for the above stated 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 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.



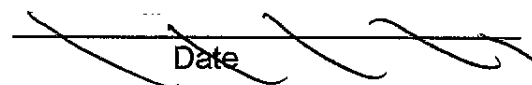
Signature/Registered Agent

4-9-98

Date



Signature/Registered Agent



Date