

P98000067920



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 915152 8673A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : August 4, 1998

ORDER TIME : 10:57 AM

ORDER NO. : 915152-005

CUSTOMER NO: 8673A

500002606905--9

-08/04/98--01056--004

****122.50 ****122.50

CUSTOMER: T. Kevin Knight, Esq
DRAGE DEBEAUBIEN KNIGHT
SIMMONS ROMANO & NEAL
332 North Magnolia Avenue

Orlando, FL 32802

DOMESTIC FILING

NAME: OMNI 2000 ENTERPRISES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG-4 PM12:41

RECEIVED
98 AUG-4 AM11:26
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION
OF
OMNI 2000 ENTERPRISES, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG -4 PM 12:41

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida:

ARTICLE I. NAME AND PRINCIPAL ADDRESS OF CORPORATION

The name and address of the corporation is: OMNI 2000 ENTERPRISES, INC., 283 N. Lake Blvd., Suite 111, Altamonte Springs, FL 32701.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country territory, or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at one time is 100 shares of common stock having a par value of \$1.00 per share. The corporation will begin business with ONE HUNDRED AND 00/100 DOLLARS.

ARTICLE IV. ADDRESS

The street address of the initial registered agent of the corporation shall be 283 N. Lake Blvd., Suite 111, Altamonte Springs, FL 32701, and the name of the initial registered agent of the corporation at that address is Steven Weintraub.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

This corporation shall have three (3) Directors initially. The name and street address of the initial members of the Board of Directors are:

1. Steven Weintraub
283 N. Lake Blvd., Suite 111
Altamonte Springs, FL 32701
2. Peter A. Prohaska
628-105 Kenwick Circle
Casselberry, FL 32707
3. Abraham Weintraub
17 Mercer Avenue
Englewood Cliffs, NJ 07632

ARTICLE VII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

- | | | |
|----|---------------------|-------------------|
| 1. | President | Peter A. Prohaska |
| 2. | Vice President | Steven Weintraub |
| 3. | Secretary/Treasurer | Abraham Weintraub |

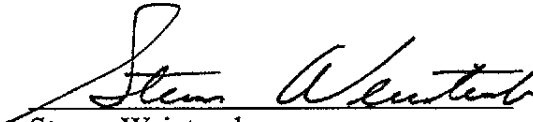
ARTICLE VIII. INDEMNIFICATION

The corporation shall indemnify any registered agent, officer, director or incorporator, or any former registered agent, officer, or director, to the full extent permitted by law.

ARTICLE IX. INCORPORATOR

The name and address of the incorporator is Steven Weintraub, 283 N. Lake Blvd., Suite 111, Altamonte Springs, FL 32701.

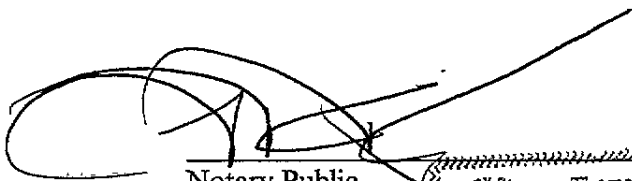
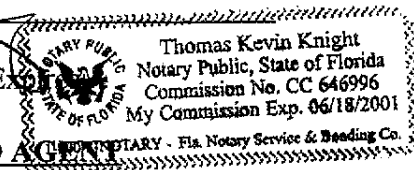
IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal the 3rd day of AUGUST, 1998.


Steven Weintraub

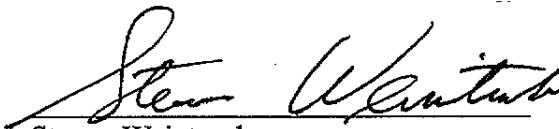
State of Florida
County of Orange

The foregoing instrument was acknowledged before me this 3rd day of AUGUST, 1998, by Steven Weintraub, who is personally known to me or who has produced a Florida Driver's License as identification and who did take an oath.

Witness my hand and official seal in the County and State aforesaid this 3rd day of AUGUST, 1998.


Notary Public
My Commission Expires 06/18/2001

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the foregoing appointment as Registered Agent for OMNI 2000 ENTERPRISES, INC.


Steven Weintraub
Registered Agent