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*****78:75 *****78.75 CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known): Certified Copy Pick Up Time Certificate of Status Will Wait Certificate of Good Standing Photocopy ARTICLES ONLY ALL CHARTER DOCS NEW FILINGS THE AMENDMENTS TO THE RESERVE TO THE Profit Amendment NonProfit Resignation of R.A. Officer/Director Limited Liability Certificate of FICTITIOUS NAME Change of Registered Agent Domestication Dissolution/Withdrawal Other Merger FICTITIOUS NAME SEARCH CORP SEARCH OTHER FILINGS REGISTRATION/QUALIFICATION Annual Report Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark Other

Ordered By:

Date:

SECRETARY OF STATE TALLAHASSEE, FLORID,

ARTICLES OF INCORPORATION

<u>OF</u>

ORC, INC.

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopt the following Articles of Incorporation:

<u>ARTICLES I: NAME OF THE CORPORATION</u>

The name of the corporation is ORC, INC. hereinafter referred to as the "Corporation".

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and mailing address of the corporation is 1800 NW 186 Street, Miami, Florida 33056.

ARTICLE III: DURATION OF THE CORPORATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

ARTICLE IV: PURPOSE OF THE CORPORATION

The purpose for which the Corporation is organized is to engage in any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statute, as amended.

ARTICLE V: AUTHORIZED SHARES

The Corporation is authorized to issue Fifteen Thousand (15,000) shares of common stock with a par value of \$1.00 per share. All stock shall be of one class. The Board of Directors may authorize the issuance of such stock to such person(s) upon such terms and for such consideration as they may deem appropriate. The consideration may consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the Corporation.

<u>ARTICLE VI: PREEMPTIVE RIGHTS</u>

The Corporation elects to have preemptive rights. Every shareholder, upon the sale for cash of any new or reissued stock of the Corporation, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE VII: INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Corporation's initial registered office is 10800 Biscayne Blvd., Ste. 645 Miami, Florida 33161 and the registered agent at that office is STANLEY B. LEWIS.

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The Corporation shall have three (3) directors constituting the initial Board of Directors. The number of directors may be increased or decreased from time to time by the bylaws.

The initial Board of Directors of the Corporation shall be comprised of:

RUFUS E. HAYNES IV 17720 NW 41st Avenue Miami, Florida 33055

OLIVER McCORMACK 14045 North Miami Avenue 1800 NW 186 Street Miami, Florida 33168

SEAN R. GEE Miami, Florida 33056

ARTICLE IX: INCORPORATORS

The incorporators of the Corporation are as follows:

RUFUS E. HAYNES IV 17720 NW 41st Avenue Miami, Florida 33055

OLIVER McCORMACK 14045 North Miami Avenue 1800 NW 186 Street Miami, Florida 33168

SEAN R. GEE Miami, Florida 33056

IN WITNESS WHEREOF, We, RUFUS E. HAYNES IV, OLIVER McCORMACK, and SEAN R. GEE, the undersigned incorporators, have signed these Articles of Incorporation on this $\frac{j'}{2}$ day of __June , 1999, and acknowledged the same to be our act.

STATE OF FLORIDA) COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 17th day of ________ 1999 by RUFUS E. HAYNES IV, OLIVER McCORMACK, and SEAN R. GEE, all of whom personally appeared before me at the time of notarization, and all of whom are personally known to me or who produced a FLORIDA DRIVER'S LICENSE respectively as identification.

NOTARY PUBLIC:

A. Lewis

PRINT: STANLEY B. LEWIS STATE OF FLORIDA AT LARGE

> My Commission CC779242 Expires September 29, 2002

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

Pursuant to the provisions of Chapters 48.091 and 607.0501 of the Florida Statutes, the following is submitted, in compliance with said Acts:

First--That ORC, 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 Miami, County of Dade, State of Florida, has named STANLEY B. LEWIS at 10800 Biscayne Blvd., Suite 645 in the City of Miami, County of Dade, State of Florida, as its agent to accept service of process within this state.

-Acceptance of Agent-

ACKNOWLEDGMENT:

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.

BY: Stanley B. Lewis
STANLEY B. LEWIS

DATE: June 17, 1999