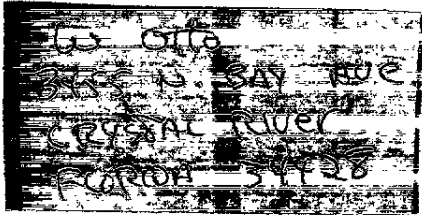


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July 7, 1999

FILED  
99 JUL 30 PM 2:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Office of the Secretary of State  
The Capitol  
Tallahassee, FL 32301

Re: WAYNE M. OTTO, INC.

Dear Sir or Madam:

000002945980--7  
-07/30/99--01003--006  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Enclosed please find an original and one copy of the Articles of Incorporation with regard to the above corporation.

Also enclosed is my check in the amount of \$70.00, representing \$35.00 filing fee and \$35.00 registered agent fee.

Thank you for your assistance and cooperation in this matter. Should you have any comments or questions, please feel free to contact me.

Sincerely,

Wayne M. Otto

WMO/em  
enclosures

8-3  
WS

ARTICLES OF INCORPORATION

OF

WAYNE M. OTTO, INC

FILED  
99 JUL 30 PM 2:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator desiring to form a corporation in accordance with Chapter 607 of the Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE ONE  
NAME

The name of the corporation shall be WAYNE M. OTTO, INC.

ARTICLE TWO  
REGISTERED OFFICE AND AGENT

The location and mailing address of the Corporation's initial registered office in Florida is:

3455 N BAY STREET  
CRYSTAL RIVER, FLORIDA 34428

The initial registered agent at the registered office is:

WAYNE M. OTTO.

The corporation's principal office and mailing address is:

3455 N BAY STREET  
CRYSTAL RIVER, FLORIDA 34428

ARTICLE THREE  
PURPOSE

The purpose for which the Corporation is organized shall be to engage in any activity or business permitted under the laws of the United States, of this State, and of any other lawful jurisdiction.

**ARTICLE FOUR  
DURATION**

The term of existence of the Corporation is perpetual.

**ARTICLE FIVE  
INCORPORATOR**

The name and post office address of the incorporator is:

Name	Address
WAYNE M. OTTO	3455 N BAY STREET CRYSTAL RIVER, FLORIDA 34428

**ARTICLE SIX  
DIRECTORS**

The Board of Directors shall consist of 3 members initially. The number of directors may be increased from time to time by by-laws adopted by the stockholders, but shall never be fewer than one (1). The name and address of the Board of Directors are:

Name	Address
WAYNE M. OTTO President/Secretary/Treasurer	3455 N BAY STREET CRYSTAL RIVER, FLORIDA 34428

**ARTICLE SEVEN  
CAPITAL STOCK**

The number of shares of stock that the Corporation is authorized to have outstanding is 10, all of which shall be common shares, with par value of \$1.00 per share.

**ARTICLE EIGHT  
STATED CAPITAL**

The amount of capital with which the Corporation shall begin business is \$50.00.

**ARTICLE NINE  
AMENDMENT OF ARTICLES**

The Corporation reserves the right to amend these Articles of Incorporation at any time in a manner now or subsequently permitted by statute. Any change authorized by the holders of shares entitling them to exercise a majority of the voting power of the Corporation, or any greater number that may then be required by statute, shall be binding and conclusive on every shareholder of the Corporation as fully as if each shareholder had voted for the change. No shareholder, notwithstanding that he or she may have voted against the amendment or may have objected in writing, shall be entitled to payment of the fair cash value of his or her shares or any other rights of a dissenting shareholder.

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 statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the 7 day of July, 1999.

  
WAYNE M. OTTO

STATE OF FLORIDA  
COUNTY OF CITRUS

The foregoing instrument was acknowledged before me this 7 day of July, 1999 by WAYNE M. OTTO, who is personally known to me or who has produced Medicaid Driver License as identification and who did take an oath.

Print: Debra S. Dulude

Signature: Debra S. Dulude

Notary Public

State of Florida At Large

Commission Expires: \_\_\_\_\_

DEBRA S DULUDE  
My Commission CC491063  
Expires Aug. 23, 1999

[Seal]

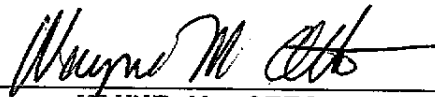
**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE SERVICE OF  
PROCESS WITHIN THIS STATE, NAMING AN AGENT UPON WHOM PROCESS  
MAY BE SERVED, AND ACCEPTANCE BY REGISTERED AGENT.**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

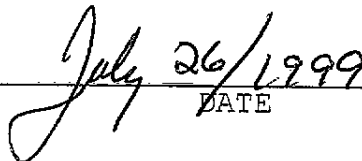
That WAYNE M. OTTO, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the city of Crystal River, County of Citrus and State of Florida has named WAYNE M. OTTO as its agent to accept service of process within this State. —

**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



WAYNE M. OTTO  
REGISTERED AGENT

  
DATE

FILED  
99 JUL 30 PM 2:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA