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     Account Number  : 072450003255
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TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

visum electronics sales corp.

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TALLAHA... FLORIDA

(7)

ARTICLES OF INCORPORATION

OF

VISUM ELECTRONICS SALES CORP.

ARTICLE I

NAME

The name of this corporation is **VISUM ELECTRONICS SALES CORP.**

ARTICLE II

TERM OF CORPORATE EXISTENCE

This corporation shall exist perpetually unless dissolved according to law and such existence shall commence at the time of the filing of these Articles of Incorporation with the Secretary of State of Florida.

ARTICLE III

PERMITTED ACTIVITY

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may hereafter be amended.

This Instrument Prepared By:
FREEMAN, HABER, ROJAS & STANHAM, LLP
Millie Munoz, ESQ.
Florida Bar No.: 0086010
520 Brickell Key Drive, Suite O-305
Miami, Florida 33131
Telephone: (305) 374-3800

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ARTICLE IV

AUTHORIZED SHARES

The aggregate number of shares, which the corporation shall have authority to issue, shall be Fifty Thousand (50,000) shares of voting common stock with $1.00 par value per share.

ARTICLE V

PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

REGISTERED OFFICE AND AGENT

The initial registered office of the corporation and initial place of business is 520 Brickell Key Drive, Suite 0-305, Miami, Florida 33131. The initial Registered Agent is Transglobal Corporate Administration, LLC, a Florida limited liability company.

ARTICLE VII

DIRECTORS

The business of the corporation shall be managed by a Board of Directors consisting of not fewer than one person, the exact number to be determined from time to time in accordance with the By-Laws.

The name and address of the directors of the Board of Directors who shall serve until the first annual meeting of shareholders or until his successor is elected and qualified shall be:

TULIO HENRIQUE BENEDITO DE LIMA	520 Brickell Key Drive, Ste 0-305 Miami, Florida, 33131
CELSO SATOSHI SAITO	520 Brickell Key Drive, Ste 0-305 Miami, Florida, 33131
DANIEL CARVALHO	520 Brickell Key Dirve, Ste 0-305 Miami, Florida, 33131

ARTICLE VIII

INCORPORATOR

The name and address of the Incorporator is: Millie Munoz, 520 Brickell Key Drive, Suite 0-305, Miami, Florida 33131.

ARTICLE IX

INDEMNIFICATION

Every person now or hereafter serving as Director, officer or employee of the corporation shall be indemnified and held harmless by the corporation from and against any and all loss, cost, liability and expense that may be imposed upon or incurred by him in connection with or resulting from any claim, action, suit or proceeding, in which he may become involved, as a party or otherwise, by reason of his being or having been a Director, officer or employee of the corporation, whether or not he continues to be such at the time such loss, cost, liability or expense shall have been imposed or incurred, except with regard to matters as to which any such Director, officer or employee shall be adjudged in any claim, action, suit or proceeding to be liable for his own gross negligence or willful misconduct in the performance of duty.

Expenses (including attorneys' fees) incurred in defending any claim action, suit or proceeding may be paid by the corporation in advance of the final disposition of such a proceeding.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 18th day of July, 2005.

MILLIE MUNOZ

STATE OF FLORIDA)
)
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority, personally appeared Millie Munoz, who is personally known to me or who has produced ________________ for identification and who is known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me according to law, that he made and subscribed the same for the purposes mentioned and set forth.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 18th day of July, 2005.

Ana C. Guevara

Notary Public

My Commission Expires:

Ana C. Guevara
MY COMMISSION # DD245153 EXPIRES
August 26, 2007
BONDED THRU TROY FAIN INSURANCE INC

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CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: **VISUM ELECTRONICS SALES CORP.**

2. The name and address of the Registered agent and office is: Transglobal Corporate Administration, LLC, 520 Brickell Key Drive, Suite O-305, Miami, Florida 33131.

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 agreed 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: TRANSGLOBAL CORPORATE ADMINISTRATION, LLC, a Florida LLC

By: ____________________

Print: SAMUEL P. HAVEN, PRESIDENT

Date: July 18th, 2005

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