

OFFICE USE ONLY (Document #)

EXPRESS CORPORATE FILING SERVICE, INC.

(Requestor's Name)

1000 PONCE DE LEON BLVD. STE: 112

(Address)

CORAL GABLES, FL 33134 (305)444-4994

(City, State, Zip)

(Phone #)

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-02/29/00--01040--014

*****78.75 *****78.75

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. VISAGE, INC. (Corporation Name) (Document #)

2. (Corporation Name) (Document #)

3. (Corporation Name) (Document #)

4. (Corporation Name) (Document #)

☐ Walk in

☒ Pick up time

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS

<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS

<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS

<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/
QUALIFICATION

<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

100 MAR -61 PM 12: 29
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

Examiner's Initials



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

February 29, 2000

EXPRESS CORPORATE FILING SERVICE
1000 PONCE DE LEON BLVD.
SUITE 112
CORAL GABLES, FL 33134

SUBJECT: VISAGE, INC.
Ref. Number: W00000005462

We have received your document for VISAGE, INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 100A00011027

RECEIVED
00 MAR -6 AM 11:13
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**CERTIFICATE OF INCORPORATION
OF**

VISAGE DESIGNS, INC.

FILED
00 MAR -6 PM 12:29
SECRETARY OF STATE
TALLAHASSEE FLORIDA

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida. Providing for the formation, rights privileges immunities and liabilities of incorporation for profit.

ARTICLE I

The name of the corporation should be:

VISAGE DESIGNS, INC.

ARTICLE II

The corporation will engage in any activity or business permitted under the laws of the State of Florida and the United States of America.

ARTICLE III

The maximum number of shares which the corporation is authorized to issue and have outstanding at any one time is 100 shares of common stock, which shares shall be of non par value. All stock is to be issued as fully paid and exempt from assessment.

ARTICLE IV

The pledge, sale, transfer or other disposition of the capital stock may be governed and restricted by the by-laws or written agreement among the stockholders which shall be on file in the office of the corporation.

ARTICLE V

The amount of capital with which its corporation may begin doing business shall be not less than five hundred dollars (\$500.00)

ARTICLE VI

The existence of the corporation is perpetual.

ARTICLE VII

The initial post office address of the principal office of the corporation in the State of Florida is 15455SW 75TH CIRCLE LANE BUILDING #8 APT#216 MIAMI, FL 33186 The board of directors may from time to time move the principal office to any other address in the State of Florida. The registered address of the corporation is 15455 SW 75 CIRCLE LANE BUILDING #8 APT#216. The registered agent at the address is

NORA ELENA SANCHEZ

ARTICLE VIII

The business of the corporation shall be managed by a board of directors consisting of no less than one nor more than five directors. A quorum for the holding of a meeting of the board of directors and for the transactions of any business which will be properly done by the directors on behalf of the corporation shall consist of majority of members thereof; but the directors, by unanimous consent in writing, included among the minutes of the corporation, may consent to the doing of any act and such consent in writing shall have the same force and effect as though the said act had been done and authorized at a meeting at which a quorum had been present, or such duties may be delegated to an executive committee.

ARTICLE IX

The names and post office of the members of the first board of directors and the slate of corporate officers are as follows:

NORA ELENA SANCHEZ
PRESIDENT

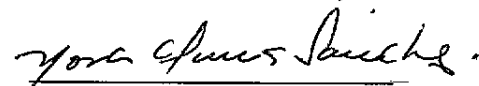
15455 SW 75 CIRCLE LANE
BUILDING #8 APT#216
MIAMI FL 33186

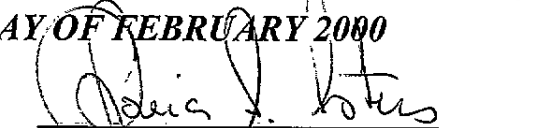
GLORIA LUCIA LOTERO-DIAZ **15455 SW 75 CIRCLE LANE**
VICE PRESIDEN **BUILDING #8 APT#216**
MIAMI FL 33186

ARTICLE X

THE STOCK OF THE CORPORATION MAY BE ISSUED PURSUANT TO THE PROVISIONS OF SECTION 1244 OF THE INTERNAL REVENUE SERVICE THE BENEFITS PROVIDED THEREUNDER.

IN WITNESS WHEREOF, WE THE INCORPORATORS HEREUNTO SET OUR HANDS AND SEALS, THIS 24TH DAY OF FEBRUARY 2000


NORA ELENA SANCHEZ
15455 SW 75 CIRCLE LANE
BUILDING #8 APT#216
MIAMI FL 33186


GLORIA LUCIA LOTERO-DIAZ
15455 SW 75 CIRCLE LANE
BUILDING #8 APT#216
MIAMI FL 33186

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

*Pursuant to the provisions of the section 607.0501, Florida Statutes, the
undersigned corporation, organized under the laws of the State of Florida. The
name of the corporation is **VISAGE** ^{DESIGNS, INC.} Desiring to organize or qualify under
the laws of the State of Florida, with its principal place of business at city of Miami,
State of Florida has named: **NORA ELENA SANCHEZ** located at **15455 SW 75
CIRCLE LANE BUILDING#8 APT#216 MIAMI FL 33186** agent to accept
process in State of Florida County of Dade.*

*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.*

Nora Elena Sanchez
NORA ELENA SANCHEZ
REGISTERED AGENT

FILED
00 MAR -6 PM 12:30
SECRETARY OF STATE
TALLAHASSEE FLORIDA