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REFERENCE : 656175 12041A

AUTHORIZATION : *Patricia Pzyto*

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : April 10, 2000

ORDER TIME : 11:03 AM

ORDER NO. : 656175-005

4000003201284--7

CUSTOMER NO: 12041A

CUSTOMER: Reid Moore, Jr., Esq  
LAW OFFICES OF REID MOORE, JR.  
LAW OFFICES OF REID MOORE, JR.

50 Cocoanut Row  
Palm Beach, FL 33480

DOMESTIC FILING

NAME: VISTA MANAGEMENT GROUP, 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: Janine Lazzarini

EXAMINER'S INITIALS:

RECEIVED  
00 APR 10 PM 12:12  
DEPT. REVENUE & STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

*264*  
*01-10*

ARTICLES OF INCORPORATION

OF

VISTA MANAGEMENT GROUP, INC.

FILED  
00 APR 10 PM 4:03  
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TALLAHASSEE, FLORIDA

Article I - Name

The name of the corporation is Vista Management Group, Inc.

Article II - Duration

This corporation shall begin its existence on April 10, 2000, and shall have perpetual existence.

Article III - Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

Article IV - Capital Stock

This corporation is authorize to issue One Hundred Thousand (100,000) shares of Ten Cents (\$0.10) par value common stock.

Article V - Initial Principal Office

The street address of the initial Principal Office of this corporation is 50 Cocoanut Row, Suite 115, Palm Beach, Florida 33480, and the mailing address of this corporation is 50 Cocoanut Row, Suite 115, Palm Beach, Florida 33480.

Article VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 50 Cocoanut Row, Suite 115, Palm Beach, Florida 33480, and the name of the initial Registered Agent of this corporation at such address is Reid Moore, Jr.

#### Article VII - Initial Board of Directors

This corporation shall have One (1) director initially. The number of directors may be increased from time by the by-laws, but shall never be less than one (1). The name and address of the initial director of this corporation is Reid Moore, Jr., 50 Cocoanut Row, Suite 115, Palm Beach, Florida 33480.

#### Article VIII - Incorporator

The name and address of the person signing these articles is Reid Moore, Jr., 50 Cocoanut Row, Suite 115, Palm Beach, Florida 33480.

#### Article IX - By Laws

The power to adopt, alter, amend or repeal by-laws shall be vested in the stockholders of the corporation.

#### Article X - Personal Liability

No personal liability shall be imposed on the stockholders of the corporation for the debts of the corporation.

#### Article XI - Indemnification

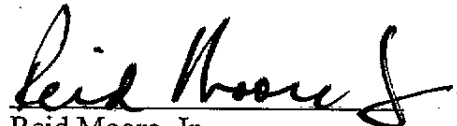
The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

#### Article XII - Amendments

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendments hereto, and any right conferred upon the

stockholders is subject to this reservation.

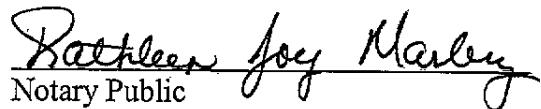
In WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 7th day of April, 2000.

  
Reid Moore, Jr.

STATE OF FLORIDA       )  
                                      )  
COUNTY OF PALM BEACH )

BEFORE ME, an authority authorized to take oaths and acknowledgments in the state and county aforesaid, personally appeared Reid Moore, Jr., to me known to be the person described in the foregoing Articles of Incorporation, who acknowledged before me that he executed said articles for the purposes therein expressed.

WITNESS my hand and official seal this 7<sup>th</sup> day of April, 2000.

  
Notary Public



Kathleen Joy Marbry  
MY COMMISSION # CC856804 EXPIRES  
July 20, 2003  
BONDED THRU TROY FAIR INSURANCE, INC.

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

FILED  
00 APR 10 PM 4:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

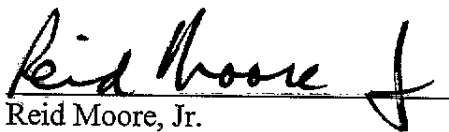
In compliance with Chapter 607.0501, Florida Statutes, the following is submitted pursuant to said Act:

That Vista Management Group, Inc., desiring to organize under the Laws of the State of Florida, with its registered office, as indicated in the Articles of Incorporation, in Palm Beach County, State of Florida, at 50 Coconut Row, Suite 115, Palm Beach, Florida 33480, has named Reid Moore, Jr. at that address as its Registered Agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the abovesaid corporation, at the registered office designated in this Certificate, I hereby accept the appointment as registered agent and state that I am familiar with, and accept, the obligations of that position.

Dated this 7th day of April, 2000.



Reid Moore, Jr.  
Registered Agent