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TRANSMITTAL LETTER

FILED
00 MAY 30 AM 8:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT:

Virtual Archives, Inc.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

000003270890--1

-05/30/00--01127--012

*****87.50 *****87.50

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM:

Gary Singer

Name (Printed or typed)

4801 South University Drive, Suite 257

Address

Davie, FL 33328

City, State & Zip

(954) 434-6000

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

D. BROWN JUN.- 9 2000

**ARTICLES OF INCORPORATION
OF
VIRTUAL ARCHIVES, INC.**

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TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Corporation is:
VIRTUAL ARCHIVES, INC.

ARTICLE II - DURATION

This Corporation shall have perpetual existence commencing upon filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This Corporation is organized for the following purposes:
To transact any and all lawful business and to have and to exercise all the powers now or hereafter conferred by the laws of the State of Florida upon corporations organized pursuant to the laws under which this Corporation is organized and any and all acts amendatory thereof and supplemental thereto.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue One Thousand (1000) shares of One Cent (\$0.01) par value common stock which shall be designated as "Common Shares" and shall be the sole class of stock that this corporation is authorized to issue.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he or she holds, shall have the right to purchase his or her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE, AGENT AND PRINCIPAL OFFICE

The street address of the initial registered office of this Corporation is 4801 South University Drive, Suite 257, Davie, Florida, 33328 and the name of the initial registered agent of this corporation at that address is Gary M. Singer. The street address of the initial principal office of this Corporation is Virtual Archives, Inc., 4801 South University Drive, Suite 257, Davie, Florida 33328.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) Director constituting the initial Board of Directors. The number of directors may be either increased or diminished from time to time pursuant to the By-Laws of this corporation, however there shall always be a minimum of one (1) Director and never more than five (5) Directors, The name and address of the initial director of this Corporation is:

GARY M. SINGER
Virtual Archives, Inc.
4801 South University Drive
Suite 257
Davie, Florida 33328

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator signing these Articles is:

GARY M. SINGER
Virtual Archives, Inc.
4801 South University Drive
Suite 257
Davie, Florida 33328

ARTICLE IX - INDEMNIFICATION

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

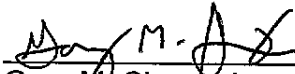
ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any rights conferred upon the shareholders are subject to this reservation.

ARTICLE XI - TAX ELECTION

This corporation, within the time provided for by law, shall make a Subchapter "S" election pursuant to § 1362(a) of the Internal Revenue Code of 1986, as amended. No person may become a shareholder of this corporation unless they consent to this election and are not otherwise unqualified to so elect. This article shall be ineffective if one hundred (100%) percent of the shareholders affirmatively decline the § 1362(a) election.

IN WITNESS WHEREOF, the undersigned Incorporator executed these Articles of Incorporation this 22 day of May, 2000.


Gary M. Singer, Incorporator

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared GARY M. SINGER, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

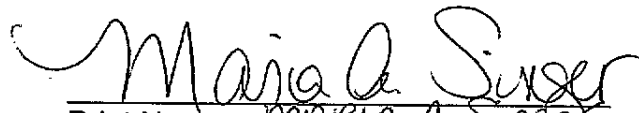
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid. The foregoing instrument was acknowledged before me this 22 day of May, 2000, by GARY M. SINGER, who (is personally known to me)(produced a Florida Driver's License as identification) and who did not take an oath.

(S E A L)

My Commission Expires:




Maria A. Singer
Commission # CC 784022
Expires DEC. 3, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.


Print Name: MARIA A. SINGER
Notary Public, State of Florida
Commission Number:
CC 784022

DESIGNATION OF REGISTERED AGENT FOR:
VIRTUAL ARCHIVES, INC.

VIRTUAL ARCHIVES, INC., in compliance with Section §607 0501, Florida Statutes, a corporation desiring to organize and qualify under the laws of the State of Florida, hereby names, Gary M. Singer, located at c/o Virtual Archives, Inc., 4801 South University Drive, Suite 257, Davie, Florida 33328, as its agent to accept service of process within Florida.

DATED: May 22, 2000.



GARY M. SINGER, Incorporator

ACCEPTANCE

Having been named to accept service of process for the above named 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 relevant to the proper and complete performance of my duties.

DATED: May 22, 2000.



GARY M. SINGER, Registered Agent

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