

BLADE & BLADE, P.A.
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February 4, 2000

01 JAN 12 PM 12:34
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Re: VSR, Inc.

900003535799--6
-01/12/01--01064--013
*****70.00 *****70.00

Dear Sir/Madam,

Enclosed for filing is an original and one (1) copy of the Articles of Incorporation and the Certificate of Designation Registered Agent/Registered Office for the above-captioned. Also enclosed please find my check in the amount of \$70.00 to cover the expenses. Would you kindly send me a copy of these documents when they have been filed.

Thank you for your cooperation.

Very truly yours,

BLADE & BLADE, P.A.

By: 

PEB/as
Enclosures

F. CHESSER JAN 1. 6 2000

ARTICLES OF INCORPORATION

OF

VSR, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE I NAME

The name of the corporation shall be: VSR, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:
825 South Bayshore Drive #350, Miami, Florida 33131.

ARTICLE III CAPITAL STOCK

The number off shares of stock that this corporation is authorized to have outstanding at any one time is:

100 shares at ten dollars par value.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Carmelo Bellio, 825 South Bayshore Drive #350, Miami, Florida 33131.

ARTICLE V PERPETUAL EXISTENCE

The corporation shall have perpetual existence.

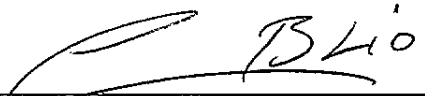
ARTICLE VI INCORPORATORS

The name and street address of the incorporator to these Articles of Incorporation is:

Carmelo Bellio, 825 South Bayshore Drive #350, Miami, Florida 33131.

The undersigned has executed these Articles of Incorporation this 4 day of
December, 2000.

January, 2001



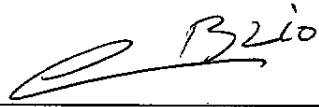
Carmelo Bellio

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.

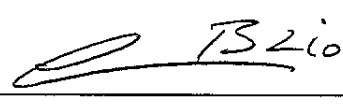
1. The name of the corporation is: VSR, INC.
2. The name and address of the registered agent and office is:

Carmelo Bellio
825 South Bayshore Drive #350
Miami, Florida 33131

Signature 
Title PRÉSIDENTS
Date 1/4/01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
01 JAN 12 PM 12:34
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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.

Signature 
Date 1/4/01