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September 25, 2001

Division of Corporations
Corporate Records Bureau
Department of State
409 E. Gaines Street
Tallahassee, FL 32399

VIA FEDERAL EXPRESS

RE: Virtual Office Professionals, Inc.
Our File No. 66-01

300004620583--4
-10/02/01--01061--001
****78.75 ****78.75

Dear Sirs:

Enclosed for filing please find the following:

- 1) Original and copy of Articles of Incorporation;
- 2) Our check for \$78.75 representing your filing fees.

Please file the enclosed Articles of Incorporation as soon as possible and return a certified copy to our office by Federal Express. A paid airbill is enclosed.

Thank you for your cooperation. Please give me a call if you have any questions.

Sincerely,

Kathy Shanley, Legal Assistant

RJH/ks
Enc.

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OCT -2 AM 8:28
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF

VIRTUAL OFFICE PROFESSIONALS, INC.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the Corporation ("Corporation") is VIRTUAL OFFICE PROFESSIONALS, INC.

ARTICLE II

The street address of the principal office of the Corporation is 4001 Beneva Road, Unit 327, Sarasota, FL 34233.

ARTICLE III

The maximum number of shares this Corporation is authorized to issue is 500, par value \$1.00 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE IV

The initial street address of the Corporation's registered office is 4001 Beneva Road, Unit 327, Sarasota, FL 34233. The initial registered agent for the Corporation at that address is ROBERTA S. HANSON.

ARTICLE V

The initial board of directors shall consist of 2 members. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. The names and addresses of the persons who will serve on the initial board of directors are:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name	Address
ROBERTA S. HANSON	4001 Beneva Road, Unit 327 Sarasota, FL 34233
TRACI LYNN KELLEY	4001 Beneva Road, Unit 327 Sarasota, FL 34233

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 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

ARTICLE VI

The names and street addresses of the persons signing these articles of incorporation are:

ROBERTA S. HANSON	4001 Beneva Road, Unit 327 Sarasota, FL 34233
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ARTICLE VII

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation on September 25, 2001.

Name: *Roberta S. Hanson*
 ROBERTA S. HANSON

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for VIRTUAL OFFICE PROFESSIONALS, INC. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

Name: *Roberta S. Hanson*
 ROBERTA S. HANSON

Date: September 25, 2001..