

OFFICE USE ONLY DOCUMENT #

**LATINUS CORPORATE FILING SERVICE**

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TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

OFFICE USE ONLY

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

1. VISUAL ODYSSEY, INC.  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

☒ Walk in

☒ Pick up time 2:00

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

02 JAN 10 PM 1:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

RECEIVED  
01 DEC 17 AM 10:29  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

600004727896-9  
-12/17/01--01015--015  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Examiner's Initials



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

December 17, 2001

LAZARUS

MIAMI, FL

SUBJECT: VISUAL ODYSSEY, INC.  
Ref. Number: W01000028741

We have received your document for VISUAL ODYSSEY, 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) 245-6934.

Loria Poole  
Corporate Specialist  
New Filings Section

Letter Number: 901A00065986

RECEIVED  
02 JAN 10 AM 10:47  
DIVISION OF CORPORATION

**ARTICLES OF INCORPORATION**  
**OF**  
*VIZOD, INC.*

FILED  
02 JAN 10 PM 1:31  
TALLAHASSEE  
SECRETARY OF STATE

I, the undersigned, in order to form a corporation under and pursuant to the provisions of the Law of Florida for the purposes set forth below, hereby subscribed to these Articles of Incorporation.

**I**

The name of the corporation shall be: *VIZOD, INC.*

**II**

The purposes and general nature of the business to be transacted by the corporation shall be as follows:

- A. To do and transact any and all business as permitted under the laws of the State of Florida and the United States of America.

Without limiting any of the purposes, powers and objects of this corporation, it is expressly declared and provided that this corporation shall have power in carrying on its own business, or for the purpose of accomplishment of any of the purposes or attainment of the objects hereinabove specified, to make and perform contracts of any kind and description and to do any and all other acts and things, and to exercise any and all powers, either as principal, agent or broker, conferred by the Laws of Florida upon corporations, and which a partnership or natural person could do and exercise, and which a part hereafter may be authorized by law.

- B. To engage in the business of business consulting, and any other related services in the field.

**III**

The number of shares of stock that this corporation is authorized to have outstanding at any time is Five Hundred (500) shares of One Dollar (\$1.00) par value.

**IV**

The amount of capital with which this corporation shall begin business shall be Five Hundred and No/100 (\$500.00) Dollars.

**V**

The existence of this corporation shall be perpetual.

**VI**

The principal office of this corporation shall be at: 1313 NE 125 Street, Second Floor, North Miami, Florida 33161.

**VII**

The Board of Directors of this corporation shall consist of not less than one (1) nor more than one (1) member(s).

The names and addresses of the first Board of Directors, who shall, subject to these Articles of Incorporation, By-Laws, and the laws of Florida, hold office for the first year of the corporation's existence, or until their successors shall have been elected and qualified, are as follows:

<b>NAME</b>	<b>ADDRESS</b>	<b>TITLE</b>
Sean G. Bernstein	1313 NE 125 Street North Miami FL 33161	P/VP/S/T

**VIII**

The registered agent and the registered office for this corporation are: Sean G. Bernstein, 1313 NE 125 Street, 2nd Floor, North Miami, FL 33161.

**IX**

The names and address of the subscriber to these articles of Incorporation, and the number of shares of stock each agrees to take, the total aggregate amount of which shall be the sum of Five Hundred and No/100 (\$500.00) Dollars, the amount of capital with which this corporation shall begin business are as follows:

<b>NAME</b>	<b>ADDRESS</b>	<b>SHARE</b>
Sean G. Bernstein	1313 NE 125 Street, 2nd Floor North Miami FL 33161	500

**X**

The officers of the corporation until the first meeting of the corporation Board of Directors, or until successors are elected, shall be:

NAME	ADDRESS	TITLE
Sean G. Bernstein	1313 NE 125 Street, Second Floor North Miami FL 33161	P/VP/S/T

**XI**

This corporation shall be initially governed by the stockholders, notwithstanding other provisions of these Articles of Incorporation. At the discretion of the initial sole stockholder or the successor of all shares of the stockholder, or when there are two or more stockholders owning stock in the corporation, at a meeting held for that purpose, stockholders may elect to operate with Board of Directors and officers as provided elsewhere in these Articles of Incorporation. At such time there shall be elected a minimum of three directors who shall hold office for one year after their election or until their successors are elected or appointed and have qualified. The stockholders shall also elect such persons to fill the offices of: PRESIDENT, VICE PRESIDENT, SECRETARY, TREASURER, and such other office as are permitted by the By-Laws of the corporation. The officers shall serve for one year after their election or until their successors are elected or appointed and have qualified. The manner and form of electing or appointing officers and directors shall be set out in the By-Laws.

XII

**ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT**

Having been made initial Registered Agent to accept service of process of the corporation at the initial registered office designated in these Article of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.

  
SEAN G. BERNSTEIN

IN WITNESS WHEREOF, I have hereunto made, subscribed and acknowledged these articles of Incorporation.

  
SEAN G. BERNSTEIN

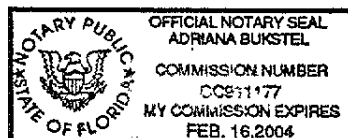
STATE OF FLORIDA)  
COUNTY OF DADE )

I hereby certify that on this day personally appeared SEAN G. BERNSTEIN, to me well known to be the same described in and who executed these Articles of Incorporation, and acknowledged the articles to be the act and deed of the subscriber and that the facts set forth therein are true.

Produced Florida Drivers License No. \_\_\_\_\_, for identification, or is  
Personally Known ✓

WITNESS my hand and seal at North Miami, Dade County, Florida, this 28<sup>th</sup> day of  
November, 2001.

  
NOTARY PUBLIC



FILED  
02 JAN 10 PM 1:34  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA