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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : CORPORATE & CRIMINAL RESEARCH SERVICES
Account Number : 110450000714
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FLORIDA PROFIT CORPORATION OR P.A.

VIAR, INC.

Certificate of Status	0
Certified Copy	1
Page Count	03 4
Estimated Charge	\$78.75

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
OF
VIAR, INC.**

The undersigned, acting as incorporator of VIAR, INC. under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

VIAR, INC.

ARTICLE II - PRINCIPAL OFFICE

The principle place of business/mailling address is:

201 South Biscayne Boulevard
34th Floor, Miami Center
Miami, FL 33131

ARTICLE III - PURPOSE

The purpose for which the corporation is organized is:

All lawful purposes authorized under Florida law.

ARTICLE IV - SHARES

The number of shares of stock is:

1,000 shares at .01 par value per share

ARTICLE V - REGISTERED AGENT

Ferrell Group Corporate Services, L.L.C.
Attention: Secretary
201 South Biscayne Boulevard
34th Floor, Miami Center
Miami, Florida 33131

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ARTICLE VI - INCORPORATOR

The name and street address of the incorporator are:

Lee F. Lasris
Ferrell Group Corporate Services, L.L.C.
201 South Biscayne Blvd., 34th Floor
Miami, FL 33131

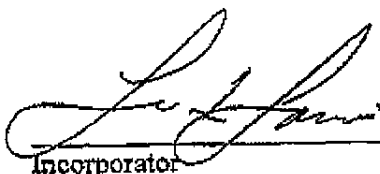
ARTICLE VII - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholder(s) if the shareholder(s) specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE VIII - AMENDMENTS

The Corporation reserves the right to amend, alter, change or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholder(s) are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation on the 7th day of June, 2002.



Incorporator

Print name: Lee F. Lasris

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

SECRETARY OF STATE
TALLAHASSEE FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, the undersigned agrees to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and is familiar with, and accepts, the obligations of that position.

Dated this 10 day of June, 2002.

**Ferrell Group Corporate Services, L.L.C.,
a Florida limited liability company**

By: 

Print name: Lee F. Lasvis

Title: Secretary

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