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June 20, 2002

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SECRETARY OF STATE,

Division of Corporations

P.O. Box 6327

Tallahassee, FL 32314

Re: Virtux, Inc.

To Whom It May Concern:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-named corporation along with a check for \$87.50, which includes the \$70.00 filing fee, \$8.75 certification fee, and the \$8.75 fee for the certificate of status. Please file the original Articles, certify the copy, and return the certified copy to our office in the enclosed self-addressed stamped envelope.

If you have any questions or need additional information, please call me.

Sincerely,

Amy Jacquay

Amy Jacquay, Legal Assistant to:
Alisa W. James, Esq.

/aj

Enclosures: As stated

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DIVISION OF CORPORATIONS
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**ARTICLES OF INCORPORATION
OF
VIRTUX, INC.**

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, adopt the following articles of incorporation:

**ARTICLE ONE
Name**

The name of the corporation is: **VIRTUX, INC.**

**ARTICLE TWO
Principal Office**

The street address of the initial principal office of the corporation is 1410 West Beach Drive, Panama City, FL 32401.

**ARTICLE THREE
Corporate Duration**

The duration of the corporation is perpetual.

**ARTICLE FOUR
Purpose or Purposes**

The general purposes for which the corporation is organized are:

1. The general purpose for which this corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act, Florida Statute, Section 607.0101-607.193.
2. To engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

**ARTICLE FIVE
Capitalization**

The aggregate number of shares which the corporation is authorized to issue is **1000**. Such shares shall be of a single class, and shall have a par value of One Dollar (**\$1.00**) per share.

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ARTICLE SIX
Preemptive Rights

Each shareholder of this corporation shall have the first right to purchase shares of any class, kind or series of stock in this corporation that may from time to time be issued, whether or not presently authorized, including shares from the treasury of this corporation, in the ratio that the number of shares they hold at the time of issue bears to the total number of shares by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting them to exercise their preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

ARTICLE SEVEN
Registered Agent

The name of its initial registered agent is Alisa W. James, 921 Jenks Avenue, Panama City, FL 32401.

ARTICLE EIGHT
Directors

The number of directors constituting the initial board of directors of the corporation is one (1). The name and address of each person who is to serve as a member of the initial board of directors is:

<u>Name</u>	<u>Address</u>
Michael Allen Ross	1410 West Beach Drive Panama City, FL 32401

ARTICLE NINE
Incorporators

The names and addresses of the incorporators are:

<u>Name</u>	<u>Address</u>
Michael Allen Ross	1410 West Beach Drive Panama City, FL 32401

Executed by the undersigned on this 20 day of June, 2002.



MICHAEL ALLEN ROSS, Incorporator

**STATE OF FLORIDA
COUNTY OF BAY**

BEFORE ME, the undersigned authority, on this 20 day of June, 2002, personally appeared, **MICHAEL ALLEN ROSS**, to me well known to be the persons described in and who signed the foregoing, and acknowledged to me that they executed the same freely and voluntarily for the uses and purposes therein expressed, and who are personally known to me or who have produced N/a as identification, respectively.

WITNESS my hand and official seal the date aforesaid.



Amy T. Jacquay
MY COMMISSION # CC755727 EXPIRES
July 19, 2002
BONDED THRU TROY FAIR INSURANCE, INC.

Amy Jacquay
NOTARY PUBLIC

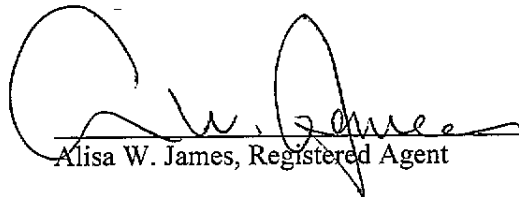
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, 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: VIRTUX, INC.
2. The name and address of the registered agent and office is:

ALISA W. JAMES
921 Jenks Avenue
Panama City, FL 32401

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.


Alisa W. James, Registered Agent

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