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Florida Department of State  
Division of Corporations  
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To: Division of Corporations  
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From: Account Name : EMPIRE CORPORATE KIT COMPANY  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

virtual alliance group, inc.

Certificate of Status	0
Certified Copy	1
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**ARTICLES OF INCORPORATION**

The undersigned incorporators to these Articles of Incorporation, natural persons competent to contract, hereby subscribe and form a corporation for profit under the Laws of the State of Florida.

**ARTICLE I.  
CORPORATE NAME**

The name of the corporation is:

**VIRTUAL ALLIANCE GROUP, INC.**

**ARTICLE II.  
NATURE OF BUSINESS AND POWERS**

The general nature of the business to be transacted by this corporation is any and all business permitted under the laws of the State of Florida, including, but not limited to : internet search service.

**ARTICLE III.  
CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 100,000 shares of common stock having no par value.

**ARTICLE IV.  
TERM OF EXISTENCE**

This corporation shall be in perpetual existence. The effective date of this Corporation shall be the date of its registration with the Secretary of State.

**ARTICLE V.  
REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The Registered Agent and the street address of the Initial Registered Office of this corporation in the State of Florida shall be:

Registered Agent:  
Address:

Margarett Lamanre  
19999 East Country Club Drive  
Suite 302  
Aventura, Florida 33180

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Principal Office:  
Address:

19999 East Country Club Drive  
Suite 302  
Aventura, Florida 33180

The Board of Directors may from time to time move the Registered Office to any other address in the State of Florida.

#### **ARTICLE VI. BOARD OF DIRECTORS**

This Corporation shall have one(1) Director(s) initially. The number of Directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1).

#### **ARTICLE VII. INITIAL DIRECTORS**

Name:

Address:

Name:  
Address:

Margarett Lamarre  
19999 East Country Club Drive  
Suite 302  
Aventura, Florida 33180

#### **ARTICLE VIII. INCORPORATOR**

The name and address of the person signing these Articles is:

Name:

Address

Margarett Lamarre

19999 East Country Club Drive  
Suite 302  
Aventura, Florida 33180

#### **ARTICLE IX. INDEMNIFICATION**

The Corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

ARTICLE X.  
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders meeting by at least a majority of the stockholders entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned Incorporator(s) has executed these Articles of Incorporation on this 27<sup>th</sup> day of JUNE 2002.


  
Incorporator

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED:

In pursuance of Florida Statutes, section 607 and section 48.091, the following is submitted in compliance with said sections.

VIRTUAL ALLIANCE GROUP, INC. desiring to organize under the laws of the State of Florida, designates as its agent to accept process within this State, Margaret Lamarre, with its agent's office as indicated in the Certificate of Incorporation, at Town of Aventura, County of Dade, located at 19999 East Country Club Drive, Suite 302, Aventura, Florida 33180.

ACKNOWLEDGMENT: Having been named to accept service of process for the above-named Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Sections relative to keeping said office open.

  
Registered Agent (Margaret Lamarre)

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