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FAX NO. 9545834117

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Division of Corporations

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**P02000074631**

**EFFECTIVE DATE**

**8-31-02**

02 JUL -9 AM 8:58

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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 : FILINGS, INC.  
Account Number : 072720000101  
Phone : (850) 385-6735  
Fax Number : (954) 641-4192

**FLORIDA PROFIT CORPORATION OR P.A.**

**VISION QWEST, INC.**

Certificate of Status	0
Certified Copy	0
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TALLAHASSEE, FLORIDA

**EFFECTIVE DATE**  
8-31-02

02 JUL -9 AM 9:00

**ARTICLES OF INCORPORATION**

The undersigned Incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I: NAME**

The name of the corporation shall be Vision Qwest, Inc.

**ARTICLE II: PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:  
9897 Nob Hill Lane, Sunrise, Florida 33351.

**ARTICLE III: SHARES**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100,000 (one-hundred thousand). at 1.00 PAR VALUE

**ARTICLE IV: INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and Florida street address of the initial registered agent is:  
Joseph Valmond, 9897 Nob Hill Lane, Sunrise, Florida 33351.

**ARTICLE V: INCORPORATOR**

The name and address of the incorporator to these Articles of Incorporation is:  
Joseph Valmond, 9897 Nob Hill Lane, Sunrise, Florida 33351.

**ARTICLE VI: EFFECTIVE DATE**

The effective date of the Articles of Incorporation shall be August 31, 2002.

**ARTICLE VII: PURPOSE AND POWERS**

The corporation has general business purposes. The corporation has unlimited power to engage in any lawful activity necessary or incidental to the conduct of any business for which the corporation may be organized under Florida Statutes, Chapter 607, together with the power to do any act that is consistent with or that can be implied from the powers expressly conferred on corporations by Florida Statutes, Chapter 607.

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The names and addresses of the first Board of Directors are as follows:

<u>Name</u>	<u>Address</u>
Joseph Valmond	9897 Nob Hill Lane, Sunrise, Florida 33351
Osei M. Xavier	7081 N.W. 16th Street Apt# 110, Plantation, Florida 33313
Papiyon Valmond	9897 Nob Hill Lane, Sunrise, Florida 33351

**ARTICLE IX: PERIOD OF DURATION**

The corporation has perpetual duration.

**ARTICLE X: DENIAL OF CUMULATIVE VOTING FOR DIRECTORS**

The shareholders of the corporation do not have the right to cumulative voting for directors.

**ARTICLE XI: WRITTEN DIRECTOR ACTION WITHOUT MEETING**

Any action other than an action requiring shareholder approval required or permitted to be taken at a meeting of the Board of Directors may be taken by written action signed by the number of directors that would be required to take the same action at a Board meeting at which all the directors were present. Any action requiring shareholder approval required or permitted to be taken at a meeting of the Board of Directors may be taken by written action signed by all of the directors.


**ARTICLE XII: DENIAL OF PREEMPTIVE RIGHTS**

The shareholders of this corporation do not have preemptive rights.

  
\_\_\_\_\_  
Joseph Valmond, Incorporator

August 1, 2002  
\_\_\_\_\_  
Date

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.

  
\_\_\_\_\_  
Joseph Valmond, Registered Agent

August 1, 2002  
\_\_\_\_\_  
Date

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