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Donald J. Vestal, P.A.

ATTORNEY AND COUNSELOR AT LAW
CERTIFIED FAMILY LAW MEDIATOR
CERTIFIED CIVIL MEDIATOR
CERTIFIED ARBITRATOR

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August 23, 2002

Division of Corporations
Attn: New Filings
409 East Gaines Street
Tallahassee, Florida 82397

RE: Visigy Consulting, Inc.
Articles of Incorporation

600007369386-7
-08/27/02--01038--011
*****78.75 *****78.75

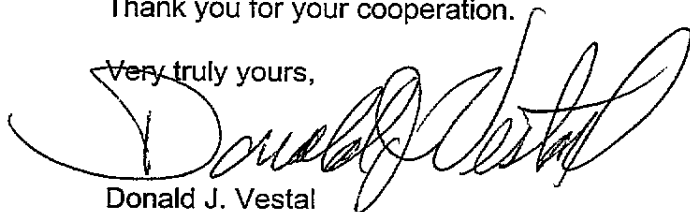
Dear Sir or Madam:

Enclosed herewith, please find check in the amount of \$78.75 representing payment for incorporating fee, and the Articles of Incorporation of Visigy Consulting.

I am enclosing a self-addressed, stamped envelope for your convenience in forwarding to me the corporation information.

Thank you for your cooperation.

Very truly yours,



Donald J. Vestal

DJV/tlh
Enclosures

FILED
02 AUG 27 AM 9:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

in 8/29

**ARTICLES OF INCORPORATION
OF
VISIGY CONSULTING, INC.**

FILED
02 AUG 27 AM 9:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned hereby act as incorporators in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of this corporation is: Visigy Consulting, Inc..

ARTICLE II

The street address of the principal place of business of the corporation is: 1400 South Ocean Drive, Apt. 1604, Hollywood, Florida 33019.

ARTICLE III

The existence of the corporation shall begin on the date of the filing of these Articles with the Office of the Secretary of the State of Florida.

ARTICLE IV

The maximum number of shares this corporation is authorized to issue is one hundred (100), having no par value per share, all of which shall be common shares. All common shares shall be identical with each other in every respect and the holders of common shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the corporation's registered office is: 3440 Hollywood Boulevard, Suite 450, Hollywood, Florida, 33019. The initial registered agent for the corporation at that address is: Donald J. Vestal, Esq..

ARTICLE VI

The names and street addresses of the incorporators of these articles of incorporation are:

Names

Addresses

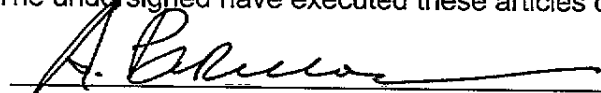
Artour Parmakian


1400 South Ocean Drive
Apt. 1604
Hollywood, Florida 33019


Clifford Milo


1400 South Ocean Drive
Apt. 1604
Hollywood, Florida 33019

The undersigned have executed these articles of incorporation

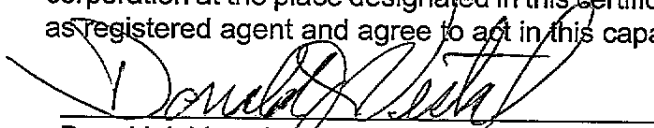

Artour Parmakian
Incorporator



Date


Clifford Milo
Incorporator


Date

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Donald J. Vestal, Esq.
Registered Agent


Date

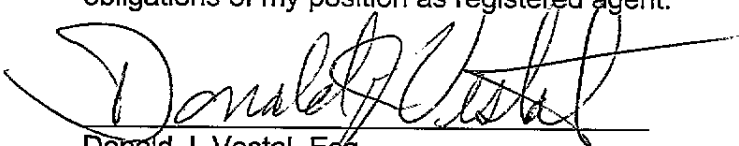
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

UNDER THE PROVISIONS OF F.S. 607.0501, 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: Visigy Consulting, Inc.
2. The name and address of the registered agent and office is:

Donald J. Vestal, Esq.
3440 Hollywood Boulevard, Suite 450
Hollywood, Florida 33019

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 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.


Donald J. Vestal, Esq.
As Registered Agent

FILED
02 AUG 27 AM 9:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA