Florida Department of State

Division of Corporations
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To:

Division of Corporations

Fax Number : (850)205-0381

From:

Account Name : FAS-T CORP. AGENTS, INC.

Account Number : 071001002335 Phone : (305)599-0839 Fax Number : (305)716-0346

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FLORIDA PROFIT CORPORATION OR P.A.

VR CONSULTANTS & ASSOCIATES, INC.

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ARTICLES OF INCORPORATION

OF

VR CONSULTANTS & ASSOCIATES, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE I NAME

The name of this Corporation shall be:

VR CONSULTANTS & ASSOCIATES, INC.

ARTICLE II TERM OF EXISTENCE

This Corporation shall commence existence upon the date filing with the Division of Corporations, State of Florida, and shall have perpetual existence.

ARTICLE III PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be.

4530 N.W. 79th Avenue, Suite 2-C, Miami, Florida, 33166

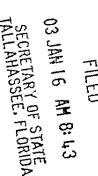
ARTICLE IV PURPOSE OF CORPORATION

This Corporation shall carry on any and all of the things permitted by law governing corporations as full and to the same extent as natural persons might or could do within or without the continental limits of the United States.

ARTICLE V SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

ONE THOUSAND SHARES OF COMMON STOCK AT ONE DOLLARS PER VALUE



ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial Registered Agent of this Corporation shall be:

ANA B. BARRA 4530 N.W. 79th. Avenue, Suite 2-C Miami Florida, 33166

ARTICLE VII DIRECTOR (S)

The initial Board of Directors shall consist of a total of two (2) persons and the name of such persons are:

ANA B. IBARRA and GLADYS J. COSTA

ARTICLE VIII INCORPORATOR

The name and address of the incorporator executing these Articles of incorporation is:

CARLOS MANUEL SORIANO 4530 N.W. 79 Avenue, Suite 2C Miami Florida, 33166

January 13, 2003 (Date)

CERTIFICATE OF DESIGNATION

REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of sections 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: VR CONSULTANTS & ASSOCIATES, INC.
- 2. The name and address of the Registered Agent and office is:

ANA B. IBARRA 4530 N.W. 79th. Avenue, Suite 2-C Miami Florida, 33166

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.

Signature, ANA B. IBARRA

January 13, 2003

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SECRETARY OF STATE
TALLAHASSEE, FLORID