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DIVISION OF CORPORATION

USMAY-2 PM12: 2 SECRETARY OF STAT ALLAHASSEF, FLORI

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CORPDIRECT AGENTS, INC. (formerly CCRS) 103 N. MERIDIAN STREET, LOWER LEVEL TALLAHASSEE, FL 32301 222-1173 FILING COVER SHEET ACCT. #FCA-14 **CONTACT: CINDY** DATE: 5-2-03 **REF. #:** CORP. NAME: <u>VIRTUAL PROJECT SOLUTIONS, INC.</u> (X) ARTICLES OF INCORPORATION () ARTICLES OF AMENDMENT () ARTICLES OF DISSOLUTION () ANNUAL REPORT () TRADEMARK/SERVICE MARK () FICTITIOUS NAME () FOREIGN QUALIFICATION () LIMITED PARTNERSHIP () LIMITED LIABILITY () REINSTATEMENT () MERGER () WITHDRAWAL () CERTIFICATE OF CANCELLATION () OTHER: STATE FEES PREPAID WITH CHECK# 2031 FOR \$ 70.00 AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED: COST LIMIT: \$____ PLEASE RETURN: () CERTIFICATE OF GOOD STANDING () CERTIFIED COPY

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Examiner's Initials

() CERTIFICATE OF STATUS



FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

May 2, 2003

CORPDIRECT AGENTS, INC.

SUBJECT: VIRTUAL PROJECT SOLUTIONS, INC.

Ref. Number: W03000012668

PLEASE GIVE ORIGINAL SUBMISSION

We have received your document for VIRTUAL PROJECT SOLUTIONS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

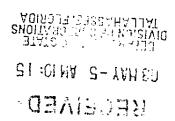
Please correct the address in Article II.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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Neysa Culligan Document Specialist New Filings Section

Letter Number: 303A00027074



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SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

VIRTUAL PROJECT SOLUTIONS, INC.

The undersigned incorporator, for purposes of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation is **VIRTUAL PROJECT SOLUTIONS**, **INC**. (the "Corporation").

ARTICLE II

The street address of the initial principal office and mailing address of the Corporation is 1217 Citrus Isle, Fort Lauderdale, Florida 33315.

ARTICLE III

The maximum number of shares of stock which this Corporation is authorized to issue or to have outstanding at any time shall be 100 shares of common stock, \$1.00 par value per share.

ARTICLE IV

The street address of the initial registered office of the Corporation is 1217 Citrus Isle, Fort Lauderdale, Florida 33315, and the registered agent at that address is M. Jane Biossat.

ARTICLE V

The name and address of the incorporator of the Corporation is M. Jane Biossat, 1217 Citrus Isle, Fort Lauderdale, Florida 33315.

ARTICLE VI

ARTICLE VI

The Corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Statutes.

ARTICLE VII

The corporation expressly elects not to be governed by either Section 607.0901 or Section 607.0902 of the Florida Business Corporation Act, as each may be amended from time to time, relating to affiliated transactions and control share acquisitions.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 1st day of May, 2003.

M. Jane Biossat

Incorporator

ACCEPTANCE OF APPOINTMENT

OF

REGISTERED AGENT

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.

Date: May 1, 2003

M. Jane Biossat