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June 25, 2003

Florida Secretary of State
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: Articles of Incorporation - "Visual Signature, Inc."

Dear Secretary of State:

Enclosed for filing you will find two original Articles of Organization for "Visual Signature, Inc." Also enclosed is a check in the amount of \$70 to cover the filing fee. Please file and return a file stamped original to this office for our client's records.

Thank you in advance and please call if you have any questions or if I can provide additional information.

Very truly yours,

Jeffrey M. Stephens

Enclosures

## ARTICLES OF INCORPORATION OF VISUAL SIGNATURE, INC.

The undersigned, being authorized to execute and file these Articles of Incorporation, and in compliance with Chapter 607, Florida Statutes, hereby certifies that:

#### ARTICLE I

#### **NAME**

The name of the Corporation is: VISUAL SIGNATURE, INC.

#### ARTICLE II

#### PRINCIPAL OFFICE

The principal place of business and mailing address of the Corporation is: 160 Jackson's Run, #F12, Santa Rosa Beach, Florida 32459.

#### ARTICLE III

#### **SHARES OF STOCK**

The aggregate number of share that the Corporation is authorized to issue is 1,000 shares of Common Stock, no par value.

#### ARTICLE IV

#### **CUMMULATIVE VOTING**

Cumulative voting shares of stock is not authorized.

#### ARTICLE V

#### PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her pro rata share thereof at the price which is offered to others.

#### ARTICLE VI

#### <u>AUTHORIZATION OF RESTRICTIONS ON TRANSFER OF SHARES</u>

All of the issued and outstanding shares of the Corporation shall be made subject to restrictions on their transferability by agreement between the holders of such shares and the Corporation. A copy of such agreement shall be kept on file with the secretary of the Corporation, and shall be subject to inspection by shareholders of record at reasonable times during business hours.

#### ARTICLE VII

#### **DURATION**

The duration of the Corporation is perpetual commencing on the date of filing these Articles of Incorporation.

#### ARTICLE VIII

#### REGISTERED OFFICE AND AGENT

The address of the initial registered office of the Corporation is: 160 Jackson's Run, #F12, Santa Rosa Beach, Florida 32459. The name of the initial registered agent of the Corporation is Jason Christopher Sgobba.

#### ARTICLE IX

#### INITIAL BOARD OF DIRECTORS AND OFFICERS

The initial board of directors and officers of the Corporation shall be as follows:

Jason Christopher Sgobba - President, Treasurer, Secretary and Director

The address of Jason Christopher Sgobba is: 160 Jackson's Run, #F12, Santa Rosa Beach, Florida 32459.

#### ARTICLE X

#### **INDEMNIFICATION**

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.