

P03000099073

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

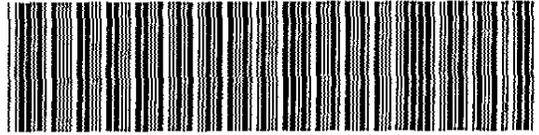
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



500022680555

19/03/03--01012--010 **87.50

FILED

03 SEP -3 PM 1:50

19/03/03 13:50:00

✓

4-9-10

ARTICLES OF INCORPORATION

OF

VISIBLE IMPACT CORPORATION

The undersigned incorporator hereby adopts these Articles of Incorporation for the formation of a corporation under Florida General Corporation Act in compliance with Chapter 607 and/or Chapter 621 of the Florida Statutes.

ARTICLE I – NAME

The name of this Corporation is **VISIBLE IMPACT CORPORATION.**

ARTICLE II – DURATION

The duration of the Corporation shall be perpetual.

ARTICLE III – INCORPORATION

The existence of the Corporation shall commence as of the time of the filing of these Articles of Incorporation with the Secretary of State of Florida.

FILED
03 SEP -3 PM 1:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV – PURPOSES

The general purpose for which the Corporation is initially organized is:

To engage in such lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE V – AUTHORIZED SHARES

The aggregate number of shares of stock that this Corporation is authorized to have outstanding at any one time is One Hundred Thousand (100,000) shares of common stock each having a par value of \$.01 per share.

ARTICLE VI – INDEMNIFICATION OF DIRECTORS, OFFICERS AND OTHER AUTHORIZED REPRESENTATIVES

Section 1. Indemnification in Accordance with the Bylaws. The Corporation shall indemnify its officers, directors, employees and agents against liabilities, damages, settlements and expenses (including attorney's fees) incurred in connection with the Corporation's affairs, and shall advance such expenses to any such officers, directors, employees and agents, to the full extent permitted by law, and as more particularly set forth in the Corporation's Bylaws. Such indemnification provisions of the Corporation's Bylaws may be enacted and modified from time to time by resolution of the Corporation's Board of Directors.

Section 2. Effect of Modification. Any repeal or modification of any provision of this Article by the shareholders of the Corporation shall not adversely affect any right to protection of a director, officer, employee or agent of the Corporation existing at the time of the such repeal or modification

Section 3. Liability Insurance. The Corporation shall have the power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Corporation or is or was serving at the request of the Corporation as a director, officer, employee or agent to another corporation, partnership, joint venture, trust or other enterprise, against any liability asserted against him and incurred by him in any such capacity or arising out of his status as such, whether or not the Corporation would have the power to indemnify him against liability under the provision of this Article.

Section 4. No Rights of Subrogation. Indemnification hereunder and under the Bylaws shall be a personal right and the Corporation shall have no liability under this Article to any insurer or any person, corporation, partnership, association, trust or other entity (other than the heirs, executors or administrators of such person) by reason of subrogation, assignment or succession by any other means to the claim of any person to indemnification hereunder or under the Corporation's Bylaws.

ARTICLE VII – REGISTERED OFFICE AND AGENT

The initial street address of the registered office of this corporation in the State of Florida is 400 Warren Lane, Key Biscayne, Florida 33149.

The name of the initial registered agent at such address is Jaime H. Buitrago.

ARTICLE VIII – INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one (1) member.

The initial Director's address is:

<u>NAME</u>	<u>ADDRESS</u>
JAIME H. BUITRAGO	400 Warren Lane Key Biscayne, FL 33149

ARTICLE IX – INCORPORATOR

The name and street address of the incorporator is:

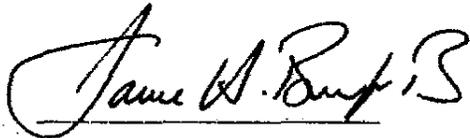
<u>NAME</u>	<u>ADDRESS</u>
JAIME H. BUITRAGO	400 Warren Lane Key Biscayne, FL 33149

ARTICLE X – MAILING ADDRESS

The initial mailing address of the Corporation shall be:

400 Warren Lane
Key Biscayne, FL 33149

IN WITNESS THEREOF, the undersigned has executed these Articles of Incorporation this 27th day of August, 2003.



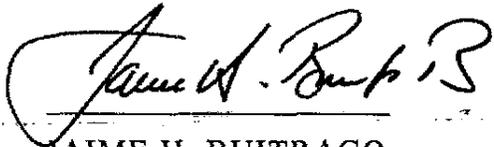
JAIME H. BUITRAGO

Incorporator

08/27/03

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.



JAIME H. BUITRAGO

Registered Agent

08/27/03

Date

03 SEP -3 PM 1:50
REGISTERED AGENT
MILWAUKEE, WI 53201

FILED