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Florida Department of State
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TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

InVision Strategies Capital Management, Inc.

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H04000023593 3

ARTICLES OF INCORPORATION OF
InVision Strategies Capital Management, Inc.

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TALLAHASSEE, FLORIDA

ARTICLE I - CORPORATE NAME

The name of the corporation is: **InVision Strategies Capital Management, Inc.**

ARTICLE II - NATURE OF CORPORATE BUSINESS

The corporation may engage in or transact any or all activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III - CAPITAL STOCK

The corporation is authorized to issue and have outstanding at any one time an aggregate number of One Thousand (1000) shares of one class of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE IV - PREEMPTIVE RIGHTS

All shareholders of the corporation shall be vested with full preemptive rights.

ARTICLE V - INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The corporation's initial Registered Agent and Registered Office in the State of Florida is:

Donald S. Calder
1041 SE 17th Street
Fort Lauderdale, FL 33316

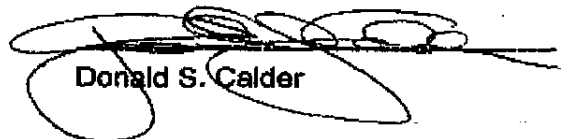
The principal address and the registered office address are the same.

H04000023593 3

H04000023593 3

ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

Having been named Initial Registered Agent to accept service of process on the corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all requirements of law pertaining thereto.



Donald S. Calder

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of the corporation is three (3) the number of Directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial directors of the corporation is:

Donald S. Calder, CEO
8181 W. Broward Blvd., Suite 350
Plantation, FL 33324

Alan R. Theriault, President
1041 SE 17th Street
Fort Lauderdale, FL 33316

Dan Jankejunis, Jr., Executive Vice President
1041 SE 17th Street
Fort Lauderdale, FL 33316


H04000023593 3

H04000023593 3

ARTICLE VII - INCORPORATION

The name(s) and address of the incorporator(s) is:

Donald S. Calder
8181 W. Broward Blvd., Suite 350
Plantation, FL 33324


Donald S. Calder

IN WITNESS WHEREOF, the undersigned subscriber(s) executed these articles of incorporation this 6th day of February, 2004.


Donald S. Calder

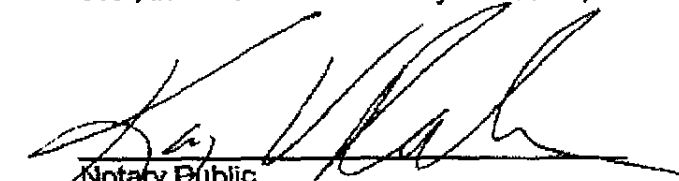
STATE OF FLORIDA)
COUNTY OF BROWARD)

Before me , a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared Donald S. Calder

- X personally known to me, or
- _____
- produced identification: Florida Drivers License

executed the foregoing articles of incorporation, and acknowledged before me that they executed those articles.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 6th of February, 2004.


Notary Public

 **Kay V. Ruben**
Commission #DD149739
Expires: Sep 12, 2006
Bonded Thru
Atlantic Bonding Co., Inc.

H04000023593 3