

# P04000135220

Florida Department of State  
Division of Corporations  
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## FLORIDA PROFIT CORPORATION OR P.A.

vision education, inc.

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ARTICLES OF INCORPORATION  
OF

~~QUANTUM-AMERICA, INC.~~

Vision Education Inc.

The undersigned for the purpose of forming a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

NAME

Vision Education Inc.

The name of the corporation is ~~Quantum-America, Inc.~~, and its address is 8201 NW 8 Street, #104, Miami, Florida 33126.

ARTICLE II

Duration

The duration of the corporation is perpetual.

ARTICLE III

Purposes

The general purposes for which the corporation is organized are:

(1) To transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

(2) To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

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ARTICLE IV

Authorized Shares

The aggregate number of shares which the corporation is authorized to issue is 1,000. Such shares shall be of a single class, and shall have \$1.00 par value.

ARTICLE V

Registered Office and Agent

The street address of the initial registered office of the corporation is and the name of its initial registered agent at such address is Javier Rodolfo Restrepo at 8201 NW 8 Street, #104, Miami, Florida 33126.

ARTICLE VI

Directors

The number of directors constituting the board of directors of the corporation shall be determined in accordance with the By-Laws, but shall not be less than one. The number of directors constituting the initial board of directors are three(3). The names and addresses of the persons who are to serve as the members of the initial board of directors are:

Javier Rodolfo Restrepo

8201 NW 8 Street, #104, Miami, Florida 33126

and

Carlos Gustavo Cardoso

8201 NW 8 Street, #104, Miami, Florida 33126

and

Luis A. Billoredo  
8201 NW 8 Street, #104, Miami, Florida 33126

#### ARTICLE VII

##### Officers

The officers constituting the officers of the corporation shall be determined in accordance with the By-Laws, but shall not be less than a president and a secretary. The officers are:

Javier Rodolfo Restrepo, President and Secretary

and

Carlos Gustavo Cardoso, Vice-President

and

Luis A. Billoredo, Treasurer

#### ARTICLE VIII

##### Incorporator

The name and address of the Incorporator is: Javier Rodolfo Restrepo, 8201 NW 8 Street, #104, Miami, Florida 33126.

#### ARTICLE IX

##### Indemnification

The corporation shall indemnify each director, officer and shareholder of the corporation against any and all liability and expenses incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer, director or shareholder of the corporation to the full extent permitted by the laws of the State of Florida.

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Executed by the undersigned on the 23 day of September,  
2004.

Javier Restrepo  
Javier Rodolfo Restrepo  
Incorporator

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 23 <sup>rd</sup>  
day of September, 2004, who is personally known to me or who has  
produced FIDL as identification and who  
did take an oath.

My commission expires:



Isamary Vinson  
Commission # 00223183  
Expires June 15, 2007  
Bonded \$10,000  
Affiliated with Atlantic Seating Co., Inc.

[Signature]  
Notary Public

Isamary Vinson  
Printed Name

Acknowledgment of Appointment by Registered Agent

Having been named the registered agent for the above  
corporation at the place designated in and foregoing Articles of  
Incorporation, I hereby accept the same and agree to act in this  
capacity, and agree to comply with the provisions of Florida law  
relative to keeping the registered office open.

Javier Restrepo  
Javier Rodolfo Restrepo  
Registered Agent

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