

Dec-15-2004

11:30am

From: RUDEN, MCCLOSKEY, SMITH, SCHUSTER & FUSSELL, P.A.

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Account Name: RUDEN, MCCLOSKEY, SMITH, SCHUSTER & FUSSELL, P.A.
Account Number: 076077000521
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FLORIDA PROFIT CORPORATION OR P.A.

VLS, Inc.

Certificate of Status	1
Certified Copy	1
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ALLAHSEE FLORIDA

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

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FLORIDA DEPARTMENT OF STATE
TALLAHASSEE FLORIDA

December 15, 2004

RUDEN, MCCLOSKY, SMITH, SCHUSTER & RUSSELL, P.A.

SUBJECT: VLS, INC.
REF: W04000045717

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document submitted does not meet legibility requirements for electronic filing. Please do not attempt to refax this document until the quality has been improved.

An effective date may be added to the Articles of Incorporation if a 2005 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

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.

If you have any questions concerning the filing of your document, please call (850) 245-5962.

Valerie Ingram
Document Specialist
New Filings Section

FAX Aud. #: H04000246375
Letter Number: 704A00069792

Division of Corporations - P.O. BOX 6327 Tallahassee, Florida 32314

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ALLAHAASSEE FLORIDA

**ARTICLES OF INCORPORATION
OF
VLS, INC.**

The undersigned incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

ARTICLE I

NAME OF CORPORATION

The name of this Corporation shall be:

VLS, Inc.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The mailing address and the principal office of this Corporation is: 201 S.W. First Avenue, Boca Raton, Florida, 33432.

ARTICLE III

AUTHORIZED SHARES

The total authorized capital stock of this Corporation shall consist of 10,000 shares of Common Stock, par value \$0.01 per share. Except as otherwise required by law or as otherwise provided in these Articles of Incorporation each share of Common Stock shall be entitled to one vote per share. Subject to the rights of any outstanding class or series of capital stock ranking senior to Common Stock as to dividends, dividends may be paid upon Common Stock in cash, property or securities as and when declared by the Board of Directors out of funds legally available therefore. As and when dividends are so declared and paid, the holders of Common Stock shall be entitled to participate in such dividends ratably on a per share basis. In the event of any liquidation, dissolution or winding-up of the Corporation, whether voluntary or involuntary, the holders of Common Stock are entitled to share ratably in the net assets, if any, remaining after payment in full of all debts and liabilities of the Corporation and after the holders of any outstanding class or series of capital stock ranking senior to Common Stock shall have been paid in full the amounts to which such holders shall be entitled, or an amount sufficient to pay the aggregate amount to which such holders are entitled shall have been set aside for the benefit of the holders of such senior capital stock.

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ARTICLE IV

IN THE STATE
TALLAHASSEE FLORIDA

ADDRESS OF REGISTERED OFFICE IN THIS STATE

The street address of the initial registered office of this Corporation in the State of Florida is: 201 S.W. First Avenue, Boca Raton, Florida, 33432 and the initial registered agent of this Corporation at that address shall be Lisa Schettino.


ARTICLE V

INCORPORATOR

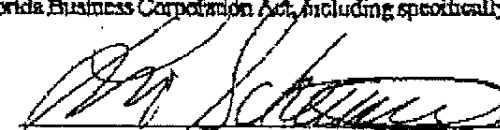
The name and street address of the person signing these Articles of Incorporation is:

Lisa Schettino
201 S.W. First Avenue
Boca Raton, Florida 33432

IN WITNESS WHEREOF, I have hereunto subscribed my hand and seal this ____ day of December, 2004.


Lisa Schettino
Incorporator

THE UNDERSIGNED, named as the registered agent in Article IV of these Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under, the Florida Business Corporation Act, including specifically Section 607.0505.


Lisa Schettino, Registered Agent

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