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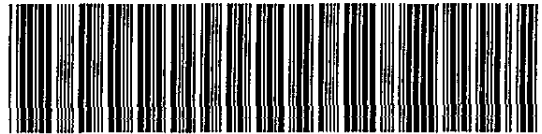
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# BOWMAN & WILSON

*Attorneys at Law*

**Steven H.L. Bowman, Esq.**  
**Lora L. Wilson, Esq.**



611 U.S. Hwy 41 South  
Inverness, Florida 34450  
352-726-3800  
1-866-463-3800 toll free  
352-726-2220 fax

August 15, 2005

State of Florida  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Virtual Assistance Online, Inc.

Madam/Sir:

Enclosed please find an original and one copy of the Articles of Incorporation for the above described corporation. Please file the original document with your office and then certify and return the copy to my office. Enclosed please find a check in the amount of \$78.75 covering the Filing Fee, the Certificate designating registered agent and the Certified Copy.

Thank you for your attention to this matter. Should you have any questions, please feel free to contact my office.

Yours very truly,

STEVEN H.L. BOWMAN, P.A.

  
STEVEN H.L. BOWMAN

Enclosures  
xc: Susan Schmidt

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DIVISION OF CORPORATIONS  
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**ARTICLES OF INCORPORATION**  
**OF**  
**VIRTUAL ASSISTANCE ONLINE, INC.**

**ARTICLE I**

The name of this corporation is VIRTUAL ASSISTANCE ONLINE, INC.

**ARTICLE II**

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

**ARTICLE III**

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

**ARTICLE IV**

This corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares". All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

**ARTICLE V**

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the rights to purchase his prorata share thereof (as early as may be done without issuance of fractional shares) at the price at which it is offered to others.

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DIVISION OF CORPORATIONS  
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#### ARTICLE VI

The street address of the initial registered office of this corporation is 102 Linder Avenue, Homosassa, Florida 34446 and the name of the initial registered agent of this corporation at that address is Susan Schmidt of 102 Linder Avenue, Homosassa, Florida 34446.

#### ARTICLE VII

This corporation shall have one (1) director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time in accordance with the Corporation's Bylaws; however, there shall never be less than one (1) Director nor more than five (5).

The name and addresses of the initial Board of Directors of the corporation are as follows:

Susan Schmidt of 102 Linder Avenue, Homosassa, Florida 34446

#### ARTICLE VIII

The name and address of the Incorporator signing these articles is Susan Schmidt of 102 Linder Avenue, Homosassa, Florida 34446.

#### ARTICLE IX

The corporation shall indemnify any Officer, Director, employee or agent or any former Officer, Director, employee or agent, to the full extent permitted by law.

#### ARTICLE X

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation on this 12<sup>th</sup> day of AUGUST, 2005.

  
SUSAN SCHMIDT, Incorporator

NOTARY ACKNOWLEDGMENT

STATE OF FLORIDA  
COUNTY OF CITRUS

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared SUSAN SCHMIDT, known personally to me to be the person who executed the foregoing Articles of Incorporation or who provided \_\_\_\_\_ as identification, and she acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I hereunto set my hand and seal in the State and county aforesaid this 19<sup>th</sup> day of AUGUST, 2005.

  
NOTARY PUBLIC

State of Florida at Large  
My Commission Expires:



ANGELA PARKER  
MY COMMISSION # DD 235451  
EXPIRES: January 21, 2007

APPOINTMENT OF REGISTERED AGENT AND ACCEPTANCE

Pursuant to Chapters 48.091 and 607.0501, Florida Statutes, the following is submitted, in compliance with said Act: FIRST, that VIRTUAL ASSISTANCE ONLINE, INC., desiring to organize under the laws of the State of Florida, with the location of its principal place of business, as indicated in the Articles of Incorporation at 102 Linder Avenue, Homosassa, Florida 34446, has named SUSAN SCHMIDT of 102 Linder Avenue, Homosassa, Florida 34446, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

Dated: \_\_\_\_\_

8-12-05

  
SUSAN SCHMIDT

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