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DIVISION OF CORPORATIONS
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B. McKnight NOV 07 2006

EARNEST
LAW FIRM
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November 3, 2006

Division of Corporations
409 East Gaines Street
Tallahassee, FL 32301

RE: Payton Vision, Inc

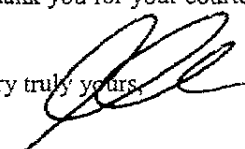
Dear Sir/Madam:

Enclosed are the original and two copies of the Articles of Incorporation for the above-named proposed Florida corporation. Also enclosed is a check in the amount of \$78.75, representing payment of the following:

Filing fee	\$35.00
Certified copy fee	\$8.75
Registered agent designation	\$35.00

Please file the enclosed Articles of Incorporation and return a certified copy to the undersigned. You will note that the Registered Agent is named in the Articles of Incorporation. Thank you for your courtesies in this matter.

Very truly yours,


Mary M. Earnest

**ARTICLES OF INCORPORATION
OF
PAYTON VISION, INC**

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ARTICLE I. CORPORATE NAME.

The name of this corporation is Payton Vision, Inc.

ARTICLE II. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 1000 shares of common stock.

ARTICLE IV. TERM OF EXISTENCE.

This Corporation shall have perpetual existence, commencing upon filing of these articles.

ARTICLE V. MAILING ADDRESS.

The address of the principal office of the corporation is 2701 E. Oakland Park Blvd., #C, Fort Lauderdale, FL 33306 and the mailing address of the corporation is 2701 E. Oakland Park Blvd., #C, Fort Lauderdale, FL 33306.

ARTICLE VI. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be: Philip Gibson, 2701 E. Oakland Park Blvd., #C, Fort Lauderdale, FL 33306.

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VII. BOARD OF DIRECTORS.

This Corporation shall have 1 director(s) initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII. INITIAL DIRECTOR.

The name(s) of the initial director(s) of this Corporation and their street addresses are:
Philip Gibson, 2701 E. Oakland Park Blvd., #C, Fort Lauderdale, FL 33306.

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE IX. INCORPORATOR.

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:
Philip Gibson, 2701 E. Oakland Park Blvd., #C, Fort Lauderdale, FL 33306

ARTICLE X. AMENDMENT.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

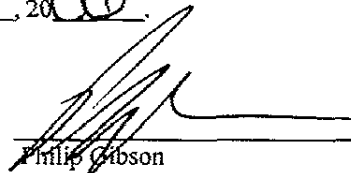
ARTICLE XI. INDEMNIFICATION.

The Corporation shall indemnify any officer or Director, or any former officer, to the full extent permitted by law.

ARTICLE XII. BANKING

Any two of the officers are authorized to designate a depository for the funds of the Company and any two of the officers are authorized to draw checks on the account at that Bank in the form required by the Bank.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on the 3rd day of November, 2006.

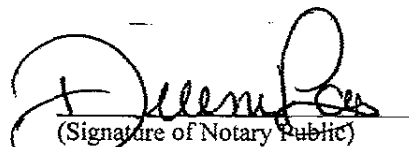

Philip Gibson

STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared Philip Gibson, who has produced [type of identification] Drivers License, [Numbe. _____] is identification and who did not take an oath.

Witness my hand and official seal in the County and State last aforesaid this 3rd day of November, 2006.

NOTARY PUBLIC-STATE OF FLORIDA
Diana Paiz
Commission # DD430082
Expires: MAY 16, 2009
Bonded Thru Atlantic Bonding Co., Inc.


(Signature of Notary Public)

Diana Paiz
(Name of Notary Public typed, printed
stamped) Notary Public, State of Florida

My commission expires: 5/16/09

DESIGNATION AND ACCEPTANCE


IN COMPLIANCE with Section 48.091, Florida Statutes, the following is submitted:

That Philip Gibson., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at 2701 E. Oakland Park Blvd., #C, Fort Lauderdale, FL 33306, County of Broward, State of Florida, has named Philip Gibson, located at 2701 E. Oakland Park Blvd., #C, Fort Lauderdale, FL 33306, Broward County, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

Date: November 3, 2006


Philip Gibson, Registered Agent

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