

**Electronic Articles of Incorporation
For**

P07000049622
FILED
April 24, 2007
Sec. Of State
vingram

VIP PASS ENTERPRISES, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

VIP PASS ENTERPRISES, INC.

Article II

The principal place of business address:

2397 OAKFORD ROAD
SARASOTA, FL. US 34240

The mailing address of the corporation is:

P.O. BOX 50007
SARASOTA, FL. US 34232

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1000

Article V

The name and Florida street address of the registered agent is:

RICHARD S BEHN
2397 OAKFORD ROAD
SARASOTA, FL. 34240

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: RICHARD S. BEHN

Article VI

The name and address of the incorporator is:

RICHARD S. BEHN
2397 OAKFORD ROAD

SARASOTA, FL 34240

Incorporator Signature: RICHARD S. BEHN

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
RICHARD S BEHN
2397 OAKFORD ROAD
SARASOTA, FL. 34240 US

Title: VP
LISA J BEHN
2397 OAKFORD ROAD
SARASOTA, FL. 34240 US

Article VIII

The effective date for this corporation shall be:

05/11/2007