P95000030099

TRANSMITTAL LETTER

April 9, 1995

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

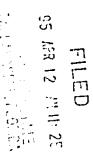
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SUBJECT: <u>Visionary Management, Inc.</u> (Proposed Corporate name)

Enclosed is an original and (1) copy of the articles of incorporation and a check for \$131.25 for the Filing Fee, a Certified Copy and a Certificate.

FROM:

Patricia R. Sponsler 1505 Bayshore Drive Cocoa Beach, FL 32931 (407) 799-6943 Days



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ARTICLES OF INCORPORATION

The undersigned incorporators(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE 1: NAME

The name of the corporation shall be: Visionary Management, Inc.

ARTICLE II: PRINCIPLE OFFICE

The principal place of business and mailing address of this corporation shall be:

1505 Bayshore Drive Cocoa Beach, FL 32931

ARTICLE III: SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: ten thousand

ARTICLE IV: INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Patricia R. Sponster 1505 Bayshore Drive Cocoa Beach, FL 32931

ARTICLE V: INCORPORATOR(S)

The name and street address of the incorporation to these Articles of Incorporation is

Patricia R. Sponsler 1505 Bayshore Drive Cocoa Beach, FL 32931

The undersigned incorporator has executed these Articles of Incorporation this

day of April 1995.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE **REGISTERED** OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1. The name of the corporation is: Visionary Management, Inc.
- 2. The name and address of the registered agent and office is:

Patricia R. Sponsler 1505 Bayshore Drive Cocoa Beach, FL 32931

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

P95000030099

June 14, 1996

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Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Good Day:

Please find enclosed the Articles of Dissolution for Visionary Management, Inc. Also enclosed is a check for \$96.25 to cover the filing fee, certified copies of the dissolution and a certificate of status.

Should there be any further questions, I can be reached by phone at (407)784-2075, E-mail @ baboou@digital.net or regular mail at 1505 Bayshore Drive, Cocoa Beach, FL 32931.

Thank-you for your time.

Patricia R. Sponsler

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ARTICLES OF DISSOLUTION

Persuant to 607.1404. Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: Visionary Management, Inc.

SECOND: The articles of incorporation were filed on: April 12, 1995

THIRD: (CHECK ONE)

X None of the corporation's shares have been issued.

The corporation has not commenced business

FOURTH: No debt of the corporation remains unpaid.

FIFTH: The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.

SIXTH: Adoption of Dissolution (CHECK ONE)

X A majority of the incorporators authorized the dissolution.

A majority of the directors authorized the dissolution

Signed this 14th day of June, 1996.

Signature:

(By the chairman or vice chairman of the board, president, or other officer -if there are no officers or directors, by an incorporator.)

Patricia R. Sponsler (Typed or Printed Name)

Incorporator (Title)