

Charter Night Only

F. CHESSER JUN 6 1995

ARTICLES OF INCORPORATION
OF
VIRTUAL SEARCH, INC.

FILED
1995 JUN -6 PM 3:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Laws of the State of Florida, hereby adopts the following Articles of Incorporation.

ARTICLE I: CORPORATE NAME

The name of this corporation is:

VIRTUAL SEARCH, INC.

ARTICLE II. CORPORATE ADDRESS

The mailing address of this corporation is:

1007 N. Federal Highway
Suite# 53
Fort Lauderdale, Florida 33304

The address of the principal office is unknown at this time.

ARTICLE III: 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 law.

ARTICLE IV: CAPITAL STOCK

The maximum number of shares that this corporation is authorized to issue and have outstanding at any one time is one hundred (100) shares of common stock, all of the same class, having a par value of one dollar (\$1.00) per share.

ARTICLE V: TERM OF EXISTENCE

This corporation shall have perpetual existence commencing upon filing of these Articles of Incorporation.

ARTICLE VI: INITIAL REGISTERED AGENT AND OFFICE

The initial Registered Agent and the street address of the initial Registered Office of this corporation in the State of Florida shall be:

MARC MENCHER
643 Kensington Place
Wilton Manors, Florida 33305

The Board of Directors from time to time may move the registered Agent of this corporation to any other office in the State of Florida.

ARTICLE VII: BOARD OF DIRECTORS

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

ARTICLE VIII: INITIAL DIRECTORS

The name of the initial director of this corporation and his street address is:

1.) MARC MENCHER
1007 N. Federal Highway
Suite# 53
Fort Lauderdale, Florida 33304

The person named as initial director shall hold office for the first year of existence of this Corporation or until his successors are elected or appointed and have qualified.

ARTICLE IX: INCORPORATOR

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

MARC MENCHER
1007 N. Federal Highway
Suite# 53
Fort Lauderdale, Florida 33304

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 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.

IN WITNESS WHEREOF, the undersigned, as Incorporator has executed the foregoing Articles of Incorporation on this 1st day of June, 1995.

MARC MENCHER, Incorporator

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 1st day of June 1995 by MARC MENCHER who is personally known to me to be the person of Incorporation and acknowledged before me that he subscribed to these Articles of Incorporation on this 1st day of June, 1995, and who did take an oath.

Notary Public, State of Florida at Large

My Commission Expires:



OFFICIAL SEAL
LISA M. MAROON
My Commission Expires
March 17, 1996
Comm. No. CC 187073

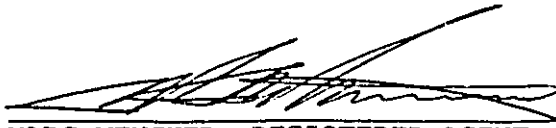
CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Section 607.0501(3), and Section 607.020 (1) (e), Florida Statutes, the following is submitted:

That VIRTUAL SEARCH, INC. desiring to organize under the laws of the State of Florida, with its corporate mailing address, as indicated in the articles of incorporation at City of Fort Lauderdale, County of Broward, State of Florida has named as its Registered Agent to accept service within the State of Florida, MARC MENCHER located at 643 Kensington Place, Wilton Manors, Florida 33305.

ACKNOWLEDGMENT:

Having been named as registered agent and to accept service of process for the above named corporation, at the placed 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.


MARC MENCHER, REGISTERED AGENT

CERTIFICATE

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