

1201 GAYS BL
TALLAHASSEE, FL 32301
904-222-0070
904-222-5111

800-442-8086



Handwritten: 9600014688

ORDER NO. : 640021

REFERENCE # 640021 6399479

AUTHORIZATION #

Patricia Pysit

COST LIMIT # 4122.50

ORDER DATE # February 15, 1996

ORDER TIME # 1:19 PM

ORDER NO. # 640021

700001716467

CUSTOMER NO: 6399479

CUSTOMER: Karen Robin, Legal Assistant
BONER & HOSTETTER

2300 Sun Bank Bldg., Box 112
2001 South Orange Avenue
Orlando, FL 32802

DOMESTIC FILING

NAME: VIRTUAL REALITY ENTERTAINMENT
CENTERS OF CALIFORNIA, INC.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: CARINA DUNLAP

EXAMINER'S INITIALS: _____

RECEIVED
96 FEB 15 PM 4:13
DIVISION OF CORPORATION

FILED
96 FEB 15 AM 10:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. BROWN FEB 16 1996

FILED
\$6 FEB 15 AM 10:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Incorporation
of

VIRTUAL REALITY ENTERTAINMENT CENTERS OF CALIFORNIA, INC.

ARTICLE I

Name and Duration

The name of the Corporation is VIRTUAL REALITY ENTERTAINMENT CENTERS OF CALIFORNIA, INC. The duration of the Corporation is perpetual. The effective date upon which this Corporation shall come into existence shall be the date these Articles are filed by the Secretary of State.

ARTICLE II

Principal Office

The address of the principal office of the Corporation is 201 East Magnolia, Suite 130, Burbank, California 91501.

ARTICLE III

Registered Office and Agent

The address of the registered office in the State of Florida is 200 South Orange Avenue, Suite 2300, in the City of Orlando, County of Orange. The name of the registered agent at such address is A.G.C. Co.

ARTICLE IV

Corporate Purposes, Powers and Rights

1. The nature of the business to be conducted or promoted and the purposes of the Corporation are to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

2. In furtherance of its corporate purposes, the Corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by the Florida Business Corporation Act.

ARTICLE V

Capital Stock

1. The total number of shares of capital stock which the Corporation has the authority to issue is 40,000,000 shares, which shall consist of 20,000,000 shares of Common Stock, \$0.001 par value per share ("Common Stock"), and 20,000,000 shares of Preferred Stock, \$0.001 par value per share ("Preferred Stock").

2. Preferred Stock

2.1 Authority of the Board of Directors to Create Series. The Board of Directors is hereby expressly granted authority, to the full extent now or hereafter permitted herein and by the Florida Business Corporation Act, at any time or from time to time, by resolution or resolutions, to create one or more series of Preferred Stock, to fix the authorized number of shares of any series (which number of shares may vary as between series and be changed from time to time by like action), and to fix the terms of such series, including but not limited to, the following:

(i) the designation of such series, which may be by distinguishing number, letter or title;

(ii) the rate or rates at which shares of such series shall be entitled to receive dividends; the periods in respect of which dividends are payable; the conditions upon, and times of payment of, such dividends; the relationship and preference, if any, of such dividends to dividends payable on any other class or classes or any other series of stock; whether such dividends shall be cumulative and, if cumulative, the date or dates from which such dividends shall accumulate; and the other terms and conditions applicable to dividends upon shares of such series;

(iii) the rights of the holders of the shares of such series in case the Corporation be liquidated, dissolved or wound up (which may vary depending upon the time, manner or

voluntary or involuntary nature or other circumstances of such liquidation, dissolution or winding up) and the relationship and preference, if any, of such rights to rights of holders of shares of stock of any other class or classes or any other series of stock;

(iv) the right, if any, of the Corporation to redeem shares of such series at its option, including any limitation of such right, and the amount or amounts to be payable in respect of the shares of such series in case of such redemption (which may vary depending on the time, manner or other circumstances of such redemption), and the manner, effect and other terms and conditions of any such redemption;

(v) the obligation, if any, of the Corporation to purchase, redeem or retire shares of such series and/or to maintain a fund for such purpose, and the amount or amounts to be payable from time to time for such purpose or into such fund, or the number of shares to be purchased, redeemed or retired, the per share purchase price or prices, and the other terms and conditions of any such obligation or obligations;

(vi) the voting rights, if any, which, if granted, may be full, special, or limited, to be given the shares of such series, including, without limiting the generality of the foregoing, the right, if any, as a series or in conjunction with other series or classes, to elect one or more members of the Board of Directors either generally or at certain times or under certain circumstances, and restrictions, if any, on particular corporate acts without a specified vote or consent of holders of such shares (such as, among others, restrictions on modifying the terms of such series or of the Preferred Stock, restricting the permissible terms of other series or the permissible variations between series of the Preferred Stock, authorizing or issuing

additional shares of the Preferred Stock, creating debt, or creating any class of stock ranking prior to or on a parity with the Preferred Stock or any series thereof as to dividends, or assets remaining for distribution to the stockholders in the event of the liquidation, dissolution, or winding up of the Corporation);

(vii) the right, if any, to exchange or convert the shares into shares of any other series of the Preferred Stock or into shares of any other class of stock of the Corporation or the securities of any other corporation, and the rate or basis, time, manner, terms and conditions of exchange or conversion or the method by which the same shall be determined; and

(viii) the other special rights, if any, and the qualifications, limitations or restrictions thereof, of the shares of such series.

The Board of Directors shall fix the terms of each such series, which terms shall be evidenced by an amendment to these Articles of Incorporation filed with the Florida Secretary of State in accordance with applicable law prior to the issuance of the shares thereof, and the terms of each such series may, subject only to restrictions, if any, imposed by these Articles of Incorporation as may be amended from time to time, or by applicable law, vary from the terms of other series to the extent determined by the Board of Directors from time to time and provided in an amendment to these Articles of Incorporation fixing the terms of the respective series of the Preferred Stock.

2.2 Status of Certain Shares. Shares of any series of the Preferred Stock, whether provided for herein, by amendment hereto or otherwise in accordance with applicable law, which have been redeemed (whether through the operation of a sinking fund or otherwise) or which, if convertible or exchangeable, have been converted into or exchanged for shares of stock of any other class or classes, or which have been purchased or otherwise acquired by the Corporation, shall have the status of authorized and unissued shares of the Preferred Stock of the same series and may be reissued as a part of the series of which they were originally a

part or may be reclassified and reissued as part of a new series of the Preferred Stock to be created in accordance with applicable law or as part of any other series of the Preferred Stock, all subject to the conditions or restrictions on issuance set forth herein or in any amendment hereto providing for the issue of any series of the Preferred Stock.

ARTICLE VI

Incorporator

The name and mailing address of the incorporator of this Corporation is as follows:

<u>Name</u>	<u>Address</u>
A.G.C. Co.	200 South Orange Avenue Suite 2300 Orlando, Florida 32801

ARTICLE VII

Board of Directors

1. The number of members of the Board of Directors may be increased or diminished from time to time by the Bylaws; provided, however, there shall never be less than two. Each director shall serve until the next annual meeting of shareholders.

2. If any vacancy occurs in the Board of Directors during a term, the remaining directors, by affirmative vote of a majority thereof, may elect a director to fill the vacancy until the next annual meeting of shareholders.

3. The names and mailing addresses of the persons who shall serve as directors of the Corporation until the first annual meeting of the shareholders are as follows:

<u>Name</u>	<u>Address</u>
Duane A. Seaman	5425 South Semoran Blvd. Suite 8 Orlando, Florida 32822

Gregory F. Gustin

5425 South Semoran Blvd.
Suite 8
Orlando, Florida 32822

James Davis

5425 South Semoran Blvd.
Suite 8
Orlando, Florida 32822

Kenneth DeHoff

5425 South Semoran Blvd.
Suite 8
Orlando, Florida 32822

ARTICLE VIII

Amendment

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

ARTICLE IX

Bylaws

The power to adopt, amend or repeal bylaws for the management of this Corporation shall be vested in the Board of Directors or the shareholders, but the Board of Directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the Board of Directors.

ARTICLE X

Indemnification

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

REGISTERED AGENT CERTIFICATE

In pursuance of the Florida Business Corporation Act, the following is submitted, in compliance with said statute:

That VIRTUAL REALITY ENTERTAINMENT CENTERS OF CALIFORNIA, INC., desiring to organize under the laws of the State of Florida, with its registered office, as indicated in the Articles of Incorporation at the City of Orlando, County of Orange, State of Florida, has named A.G.C. Co., located at said registered office, as its registered agent to accept service of process and perform such other duties as are required in the State.

ACKNOWLEDGMENT:

Having been named to accept service of process and serve as registered agent for the above-stated Corporation, at the place designated in this Certificate, the undersigned, by and through its duly elected officer, hereby accepts to act in this capacity, and agrees to comply with the provision of said statute relative in keeping open said office, and further states that it is familiar with §607.0501, Florida Statutes.

A.G.C. Co.

By: 

Richard T. Fulton
Vice President

DATED: February 14, 1996

FILED
96 FEB 15 AM 10:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1701 HAYS STREET
TALLAHASSEE, FL 32304
904-222-0100
904-222-0191 FAX

96-000014688



RECEIVED
96 MAR 26 PM 12:26
DIVISION OF CORPORATION

ACCOUNT NO. : 0721000000032
REFERENCE : 895646 4329479
AUTHORIZATION : *Patricia Payette*
COST LIMIT : \$ 87.50

ORDER DATE : March 26, 1996

ORDER TIME : 11:02 AM

ORDER NO. : 895646

000001758240

CUSTOMER NO: 4329479

CUSTOMER: Karen Bohn, Legal Assistant
Baker & Hostettler
2300 Sun Bank Ctr., Box 112
200 South Orange Avenue
Orlando, FL 32802

DOMESTIC AMENDMENT FILING

NAME: VIRTUAL REALITY ENTERTAINMENT
CENTERS OF CALIFORNIA, INC.

FILED
96 MAR 26 PM 3:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

N. HENDRICKS MAR 26 1996

CONTACT PERSON: Carina L. Dunlap

EXAMINER'S INITIALS: _____

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF

VIRTUAL REALITY ENTERTAINMENT CENTERS OF CALIFORNIA, INC.
ALL INFORMATION CONTAINED HEREIN IS UNCLASSIFIED
DATE 05-15-2010 BY 60322 UCBAW

FILED

96 MAR 26 PM 3:03

Pursuant to the requirements of Section 607.1006, Florida Statutes, the undersigned does hereby make, swear to, adopt and file these Articles of Amendment to the Articles of Incorporation of VIRTUAL REALITY ENTERTAINMENT CENTERS OF CALIFORNIA, INC. (the "Corporation"), which Corporation was incorporated under the laws of the State of Florida on February 15, 1996.

I. The undersigned is the sole incorporator of the Corporation and is adopting these Articles of Amendment to the Articles of Incorporation of the Corporation pursuant to Section 607.1005, Florida Statutes. Therefore, Article V of the Corporation's Articles of Incorporation shall be deleted in its entirety and, in lieu thereof, the following shall be substituted:

ARTICLE V

1. The total number of shares of capital stock which the Corporation has the authority to issue is 46,000,000 shares, which shall consist of 20,000,000 shares of Class A Common Stock, \$0.001 par value per share ("Class A Common Stock"), 6,000,000 shares of Class B Common Stock, \$0.01 par value per share ("Class B Common Stock" and, together with the Class A Common Stock, the "Common Stock") and 20,000,000 shares of Preferred Stock, \$0.001 par value per share ("Preferred Stock").

2. Class A Common Stock

2.1 Voting Rights. The Class A Common Stock shall have the following voting rights:

(i) With respect to the election of directors, if any shares of Class A Common Stock are issued and outstanding, the holders of Class A Common Stock voting as a separate class shall be entitled to elect that number of directors which constitutes a majority of the members of the Board of Directors.

(ii) So long as any Class A Common Stock is issued and outstanding, any vacancy in the office of a director elected by the holders of the Class A Common Stock may be filled by a vote of such holders voting as a separate class and, in the absence of a stockholder vote, in the case of a vacancy in the office of a director elected by the holders of the Class A Common Stock, such vacancy may be filled by the remaining directors as

provided in the Bylaws. Any director elected by the Board of Directors to fill such a vacancy shall serve until the next annual meeting of the stockholders and until his or her successor has been chosen and qualified. If permitted by the Bylaws, the Board of Directors may increase the number of directors and any vacancies so created may be filled by the Board of Directors, provided that, if any shares of Class A Common Stock are issued and outstanding, the Board of Directors may be so enlarged by the Board of Directors only to the extent that the Board consists of a majority of the members of the Board of Directors elected by the holders of the Class A Common Stock or by persons appointed to fill vacancies created by the death, resignation or removal of persons elected by the holders of the Class A Common Stock.

(iii) The holders of Class A Common Stock shall vote with the holders of the Class B Common Stock, together as a class, in all matters not otherwise specified in this Section 2.1 or Section 3.1 of Article V of these Articles of Incorporation (subject to voting rights that may be granted to any holders of Preferred Stock pursuant to Section 4.1 of Article V of these Articles of Incorporation).

2.2 Dividends.

(i) Until such time as dividends are paid on the Class B Common Stock which amount, in the aggregate, is equal to the amount of paid-in capital with respect to such Class B Common Stock (the "Class B Capital") less any dividends previously paid with respect to the Class B Common Stock, the holders of such Class B Common Stock shall be entitled, pro rata, to an aggregate of eighty percent (80%) of any dividends declared with respect to the Common Stock. Thereafter, the holders of the Class A Common Stock shall be entitled, pro rata, to an aggregate of fifty percent (50%) of such dividends declared with respect to the Common Stock, subject to any priority that may be granted to any holders of Preferred Stock pursuant to Section 4.1 of Article V of these Articles of Incorporation.

(ii) No dividend payable in Class B Common Stock shall be declared on the shares of Class A

Common Stock, and no dividend payable in Class A Common Stock shall be declared on the shares of such class unless a dividend payable in the shares of the Class B Common Stock is concurrently declared on the shares of Class B Common Stock at the same rate per share. No readjustment of the shares of Class A Common Stock shall be made unless a proportionate readjustment is concurrently made in the number of shares of Class B Common Stock.

2.3 Liquidation Preference. Holders of Class A Common Stock shall be entitled to be paid their pro rata portion of fifty percent (50%) of all liquidation proceeds, subject to (a) the priority granted to holders of Class B Common Stock pursuant to Section 3.3 of Article V of these Articles of Incorporation, and (b) any priority that may be granted to any holders of Preferred Stock pursuant to Section 4.1 of Article V of these Articles of Incorporation.

2.4 Equal Rights of Common Stock. To the extent not otherwise set forth in Sections 2 and 3 of Article V of these Articles of Incorporation, the Class A Common Stock and the Class B Common Stock shall be identical in all other respects and shall have equal rights and privileges.

3. Class B Common Stock

3.1 Voting Rights. The Class B Common Stock shall have the following voting rights:

(i) Holders of Class B Common Stock voting as a separate class, subject to (a) the voting rights granted to the holders of Class A Common Stock pursuant to Section 3.1(i) of this Article V of these Articles of Incorporation, and (b) the voting rights that may be granted to holders of preferred shares pursuant to Section 4.1 of this Article V of these Articles of Incorporation, shall be entitled to elect the remaining members of the Board of Directors.

(ii) Any vacancy in the office of a director elected by the holders of the Class B Common Stock may be filled by a vote of such holders voting as a separate class and, in the absence of a stockholder vote, in the case of a vacancy in the office of a director elected by holders of Class B Common Stock, such vacancy may be filled by the remaining directors as provided in the Bylaws. Any director elected by the Board of Directors to fill a vacancy

shall serve until the next annual meeting of the stockholders and until his or her successor has been chosen and qualified.

(iii) The holders of Class B Common Stock shall vote with the holders of Class A Common Stock, together as a class, in all matters not otherwise specified in this Section 3.1 or in Section 2.1 of Article V of these Articles of Incorporation (subject to voting rights that may be granted to any holders of Preferred Stock pursuant to Section 4.1 of Article V of these Articles of Incorporation).

3.2 Dividends.

(i) With respect to each share of Class B Common Stock, until such time as dividends are paid on such Class B Common Stock which amount, in the aggregate, is equal to the Class B Capital less any dividends previously paid with respect to the Class B Common Stock, the holders of such Class B Common Stock shall be entitled, pro rata, to an aggregate of eighty percent (80%) of any dividends declared with respect to the Common Stock. Thereafter, the holders of the Class B Common Stock shall be entitled, pro rata, to an aggregate of fifty percent (50%) of any dividends declared with respect to the Common Stock, subject to any priority that may be granted to any holders of Preferred Stock pursuant to Section 4.1 of Article V of these Articles of Incorporation.

(ii) No dividend payable in Class A Common Stock shall be declared on the shares of Class B Common Stock, and no dividend payable in shares of Class B Common Stock shall be declared on the shares of such class unless a dividend payable in the shares of the Class A Common Stock is concurrently declared on the shares of such Class A Common Stock at the same rate per share. No readjustment of the shares of Class B Common Stock shall be made unless a proportionate readjustment is concurrently made in the number of shares of Class A Common Stock.

3.3 Liquidation Preference. In the event of any liquidation, dissolution or winding up of the affairs of the Corporation, whether voluntary or involuntary, until such time as the aggregate of the amount of the Class B Capital has been

paid to the holders of the Class B Common Stock, pursuant to dividends or this liquidation preference, each holder of Class B Common Stock shall be entitled to be paid the pro rata amount of Class B Capital with respect to the Class B Common Stock held thereby, before any distribution of payments shall be made to the holders of Class A Common Stock. Thereafter, holders of Class B Common Stock shall be entitled to be paid their pro rata portion of fifty percent (50%) of all liquidation proceeds, subject to any priority that may be granted to any holders of Preferred Stock pursuant to Section 4.1 of Article V of these Articles of Incorporation.

3.4 Equal Rights of Common Stock. To the extent not otherwise set forth in Sections 2 and 3 of Article V of these Articles of Incorporation, the Class A Common Stock and the Class B Common Stock shall be identical in all other respects and shall have equal rights and privileges.

4. Preferred Stock

4.1 Authority of the Board of Directors to Create Series. The Board of Directors is hereby expressly granted authority, to the full extent now or hereafter permitted herein and by the Florida Business Corporation Act, at any time or from time to time, by resolution or resolutions, to create one or more series of Preferred Stock, to fix the authorized number of shares of any series (which number of shares may vary as between series and be changed from time to time by like action), and to fix the terms of such series, including but not limited to, the following:

(i) the designation of such series, which may be by distinguishing number, letter or title;

(ii) the rate or rates at which shares of such series shall be entitled to receive dividends; the periods in respect of which dividends are payable; the conditions upon, and times of payment of, such dividends; the relationship and preference, if any, of such dividends to dividends payable on any other class or classes or any other series of stock; whether such dividends shall be cumulative and, if cumulative, the date or dates from which such dividends shall accumulate; and the other terms and conditions applicable to dividends upon shares of such series;

(iii) the rights of the holders of the shares of such series in case the Corporation be liquidated, dissolved or wound up (which may vary

depending upon the time, manner or voluntary or involuntary nature or other circumstances of such liquidation, dissolution or winding up) and the relationship and preference, if any, of such rights to rights of holders of shares of stock of any other class or classes or any other series of stock;

(iv) the right, if any, of the Corporation to redeem shares of such series at its option, including any limitation of such right, and the amount or amounts to be payable in respect of the shares of such series in case of such redemption (which may vary depending on the time, manner or other circumstances of such redemption), and the manner, effect and other terms and conditions of any such redemption;

(v) the obligation, if any, of the Corporation to purchase, redeem or retire shares of such series and/or to maintain a fund for such purpose, and the amount or amounts to be payable from time to time for such purpose or into such fund, or the number of shares to be purchased, redeemed or retired, the per share purchase price or prices, and the other terms and conditions of any such obligation or obligations;

(vi) the voting rights, if any, which, if granted, may be full, special, or limited, to be given the shares of such series, including, without limiting the generality of the foregoing, the right, if any, as a series or in conjunction with other series or classes, to elect one or more members of the Board of Directors either generally or at certain times or under certain circumstances, and restrictions, if any, on particular corporate acts without a specified vote or consent of holders of such shares (such as, among others, restrictions on modifying the terms of such series or of the Preferred Stock, restricting the permissible terms of other series or the permissible variations between series of the Preferred Stock, authorizing or issuing additional shares of the Preferred Stock, creating debt, or creating any class of stock ranking prior to or on a parity with the Preferred Stock or any series thereof as to dividends, or assets remaining for distribution to the stockholders in the event of the liquidation, dissolution, or winding up of the Corporation);

(vii) the right, if any, to exchange or convert the shares into shares of any other series of the Preferred Stock or into shares of any other class of stock of the Corporation or the securities of any other corporation, and the rate or basis, time, manner, terms and conditions of exchange or conversion or the method by which the same shall be determined; and

(viii) the other special rights, if any, and the qualifications, limitations or restrictions thereof, of the shares of such series.

The Board of Directors shall fix the terms of each such series, which terms shall be evidenced by an amendment to these Articles of Incorporation filed with the Florida Secretary of State in accordance with applicable law prior to the issuance of the shares thereof, and the terms of each such series may, subject only to restrictions, if any, imposed by these Articles of Incorporation as may be amended from time to time, or by applicable law, vary from the terms of other series to the extent determined by the Board of Directors from time to time and provided in an amendment to these Articles of Incorporation fixing the terms of the respective series of the Preferred Stock.

4.2 Status of Certain Shares. Shares of any series of the Preferred Stock, whether provided for herein, by amendment hereto or otherwise in accordance with applicable law, which have been redeemed (whether through the operation of a sinking fund or otherwise) or which, if convertible or exchangeable, have been converted into or exchanged for shares of stock of any other class or classes, or which have been purchased or otherwise acquired by the Corporation, shall have the status of authorized and unissued shares of the Preferred Stock of the same series and may be reissued as a part of the series of which they were originally a part or may be reclassified and reissued as part of a new series of the Preferred Stock to be created in accordance with applicable law or as part of any other series of the Preferred Stock, all subject to the conditions or restrictions on issuance set forth herein or in any amendment hereto providing for the issue of any series of the Preferred Stock.

II. Except as specifically set forth above, all other provisions of the Articles of Incorporation for the Corporation shall remain in full force and effect and shall not be deemed to be altered, amended or modified in any way whatsoever.

III. The foregoing Amendment to the Articles of Incorporation was adopted by the incorporator of the Corporation on the 8th day of March, 1996, and as no shares of the Common Stock of the Corporation have been issued to date, shareholder approval is not required.


DATED this 8th day of March, 1996.

VIRTUAL REALITY ENTERTAINMENT CENTERS
OF CALIFORNIA, INC., a Florida
corporation

****CORPORATE SEAL****

By: A.G.C. Co., an Ohio corporation,
as incorporator

By:

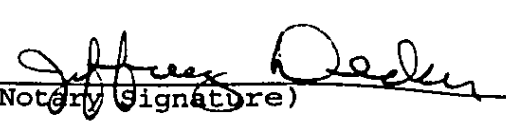

Richard T. Fulton,
Vice President

STATE OF FLORIDA)
) SS.
COUNTY OF ORANGE)

The foregoing instrument was acknowledged before me this 8th day of March, 1996, by Richard T. Fulton of A.G.C. Co., an Ohio corporation, the incorporator of Virtual Reality Entertainment Centers of California, Inc. (the "Corporation"), on behalf of the Corporation. He is personally known to me or has produced as identification.



Jeffrey Evan Decker
MY COMMISSION # CC504886 EXPIRES
October 24, 1995
BONDED THRU TROY FAIR INSURANCE, INC.
(NOTARY SEAL)


(Notary Signature)

(Notary Name Printed)
NOTARY PUBLIC
Commission No. _____

S:\VREC2.AMD
3/8/96.ddm