

FEB-16 1996 10:13

FLORIDA DIVISION OF CORPORATIONS

P.17

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((H96000002285))

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: VIRTUAL REALTY CORPORATION

FAX AUDIT NUMBER: H96000002285

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TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS

[Handwritten signature]
2/16

Prepared By:
James J. Hurchalla, Esq.
1005 Biscayne Blvd. #800
Miami, FL 33131
FBN 920932
305-374-1300

ARTICLES OF INCORPORATION
OF
VIRTUAL REALTY CORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I- NAME

The name of the corporation is **VIRTUAL REALTY CORPORATION**

ARTICLE II- ADDRESS

The principal office or mailing address of this corporation shall be located at:

Virtual Realty Corporation
2751 N.W. 75th Street
Miami, FL 33147

ARTICLE III- DURATION

This corporation shall exist in perpetuity.

ARTICLE IV- PURPOSE

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and Florida.

ARTICLE V- INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 100 S. Biscayne Blvd., Suite 800, Miami, FL 33131 and the name of the registered agent of this corporation is James J. Hurchalla.

ARTICLE VI- CAPITAL STOCK

This corporation is authorized to issue 500 shares of \$1.00 par value common stock which shall be designated "Common Shares."

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ARTICLE VII- INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The names and addresses of the initial directors and officers of this corporation are:

Director and President: Betsy Turner
 2751 N.W. 75th Street
 Miami, FL 33147

Director and Secretary: Betsy Turner
 2751 N.W. 75th Street
 Miami, FL 33147

ARTICLE VIII- INCORPORATOR

The name and address of the person signing these Articles is:

James J. Hurchalla
100 S. Biscayne Blvd., Suite 800
Miami, FL 33131

ARTICLE IX- BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

ARTICLE X- POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE XI- INDEMNIFICATION

This corporation shall indemnify any former officer or director, to the full extent permitted by law.

ARTICLE XII- AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribed has executed these Articles of Incorporation this 14th day of February, 1996.

James J. Hurchalla
JAMES J. HURCHALLA

STATE OF FLORIDA
SS
COUNTY OF DADE

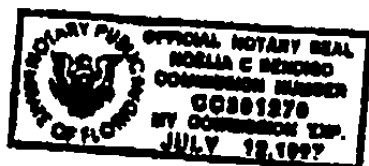
BEFORE ME, the undersigned authority, personally appeared James J. Hurchalla, to me well known, and known to me to be the individual described in and who executed the foregoing instrument as subscribed hereto.

WITNESS my hand and official seal this 15th day of February, 1996.

NOELIA C. BENDIGO

Notary Public, State of Florida
Printed Name:

My commission expires:



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DESIGNATION OF REGISTERED AGENT

Pursuant to Chapters 48.091 and 607.034, Florida Statutes, the following is submitted in compliance with the requirements and made a part of the Articles of Incorporation of the corporation.

That, Virtual Realty Corporation., desiring to organize under the Laws of the State of Florida, with its registered office and agent as indicated in the Articles of Incorporation, has named James J. Hurchalla, as its Registered Agent to accept service of process within this State.

Acceptance of appointment as
Registered Agent


JAMES J. HURCHALLA

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 FEB 16 PM 3:13

FILED

This instrument prepared by:

James J. Hurchalla, Esquire
100 S. Biscayne Blvd.,
Suite 800
Miami, FL 33131
FBN: 920932

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

P96000014881

May 2, 1996

Betsy Turner
2751 NW 75th St.
Miami, FL 33147

SUBJECT: VIRTUAL REALTY CORPORATION
REFERENCE NUMBER: P96000014881

Dear Sir/Madam:

This is to advise you that through error your corporation under the name of VIRTUAL REALTY CORPORATION was filed on February 16, 1996. We already have a corporation that was filed on December 17, 1993 under the name of VIRTUAL REALTY, INC.

Therefore, because of the similarity of names, it is requested that you amend the name of your corporation to make it distinguishable from the earlier filed entity. I have enclosed guidelines for your convenience in preparing the amendment. There will be no fee charged for the filing of this amendment.

I apologize for this inconvenience and trust that you will get the amendment properly filled out and returned to my attention as quickly as possible so that we can get our records corrected.

Please return your document, along with a copy of this letter.

Sincerely,

Loria Poole, Document Specialist
Department of State - New Filing Section
(904)487-6934