

P96000037918

April 25, 1996

Division of Corporations  
Department of State  
409 E. Gaines Street  
Tallahassee, FL 32314  
904/487-6045

Dear Division of Corporations:

Enclosed please find Articles of Incorporation for Visioneering Resources Inc. along with a check for \$122.50 to be applied to the filing fee and the designation of registered agent fee.

Also enclosed is a copy of the Articles. Please return this to me with the filing date stamped on it. A FedEx airbill is enclosed for expediency.

Thank you!

Sincerely,

*Charles Molyneaux*

Charles Molyneaux  
Incorporator

115 Wayland Circle  
Longwood FL 32779  
407/774-5433

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-04/30/96--01077--013  
\*\*\*\*122.50 \*\*\*\*122.50

5/2/96  
JD

ARTICLES OF INCORPORATION

1. The name of the corporation is:  
Visioneering Resources Inc.
2. The principal place of business and mailing address of the corporation is:  
115 Wayland Circle  
Longwood, Florida 32779
3. The corporation shall have the authority to issue 100 shares of  
common stock, in one class only, each with a par value of \$0.01.
4. The registered agent of the corporation is Charles Molyneaux, and the  
registered address is:  
115 Wayland Circle  
Longwood Florida 32779
5. The Initial Board of Directors shall have two members whose names  
and addresses are as follows:
  1. Charles Molyneaux 115 Wayland Circle, Longwood, FL 32779
  2. Cathryn Molyneaux 115 Wayland Circle, Longwood, FL 32779

The number of Directors may be raised or lowered by amendment of the Bylaws  
of the corporation, but shall in no case be less than one.

6. The Incorporator of this corporation is Charles Molyneaux whose address is:

115 Wayland Circle  
Longwood, Florida 32779

Dated: 4/25/96

Charles Molyneaux  
Charles Molyneaux  
Incorporator

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 am familiar  
with and accept the obligations of my position as registered agent.

Dated: 4/25/96

Charles Molyneaux  
Charles Molyneaux  
Registered Agent