

96000048716

ALLEY, MAASS, ROGERS & LINDSAY, P.A.

321 ROYAL POINCIANA PLAZA, SOUTH

POST OFFICE BOX 431

PALM BEACH, FLORIDA 33400-0431

(407) 659-1770

FACSIMILE (407) 633-2261

FROM BROWARD (054) 421-1540

FORT LAUDERDALE OFFICE

1800 S.E. 17TH STREET CAUSEWAY

SUITE 404

FORT LAUDERDALE, FLORIDA 33316

(954) 767-0818

FACSIMILE (954) 761-7044

RAYMOND C. ALLEY (1893-1978)  
HAROLD G. MAASS (OF COUNSEL)  
DOYLE ROGERS  
ALAN LINDSAY  
EDWARD D. LEWIS  
NEAL W. KNIGHT, JR.  
DAVID H. BAKER  
LENNE A. GABSTUN  
WILLIAM W. ATTENBURY III  
LOUIS L. HAMBY III  
ROBB R. MAASS  
M. TIMOTHY HANLON  
KURT E. BOSSHARDT  
MICHAEL L. DUFFY  
WARREN D. HAYES, SR.  
GENE D. LIPSCHEIN

June 3, 1996

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

600001852366  
-06/05/96--01/97--001  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Visual 3D, Inc.

Gentlemen:

Enclosed please find the original and a copy of the Articles of Incorporation for the above-referenced corporation, along with a check for \$70.00 to cover the filing fee. Please file the original and return a stamped copy to me at your earliest convenience.

Sincerely,

ALLEY, MAASS, ROGERS  
& LINDSAY, P.A.

BY: Louis L. Hamby III  
LOUIS L. HAMBY III

LLH III/cr  
Enc.

6/7/96  
FILED  
96 JUN -5 AM 11:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
VIRTUAL 3D, INC.

Article I - Name

The name of this corporation is VIRTUAL 3D, INC.

Article II - Duration

This corporation shall have perpetual duration commencing on the date of execution and acknowledgment of these Articles.

Article III - Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

Article IV - Capital Stock

This corporation is authorized to issue 7,500 shares of ONE DOLLAR (\$1.00) par value common stock.

Article V - Principal Office: Mailing Address

The street address of the principal office and mailing address of the corporation is 897 E. Palmetto Park Road, Boca Raton, Florida 33432.

Article VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 321 Royal Poinciana Plaza, Palm Beach, Florida 33480, and the name of the initial registered agent of this corporation at that address is Louis L. Hamby III.

FILED  
96 JUN -5 AM 11:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Article VII - Incorporator

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

Louis L. Hamby III  
321 Royal Poinclana Plaza  
Palm Beach, FL 33480

Article VIII - Indemnification

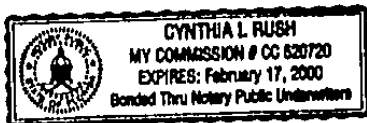
The corporation shall indemnify the Incorporator and any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 3<sup>rd</sup> day of June, 1996.

Louis L. Hamby III  
Louis L. Hamby III

STATE OF FLORIDA           )  
  ) SS:  
COUNTY OF PALM BEACH   )

The foregoing instrument was acknowledged before me this 3<sup>rd</sup> day of June, 1996, by Louis L. Hamby III, Incorporator.



Cynthia L. Rush  
Notary Public, State of Florida  
CYNTHIA L. RUSH  
Printed Name of Notary Public  
Commission #: \_\_\_\_\_

Personally Known ✓ or Produced Identification \_\_\_\_\_

Type of Identification Produced \_\_\_\_\_

Acceptance of Designation

The undersigned, Louis L. Hamby III, hereby accepts the designation of himself as registered agent for this corporation and agrees to serve in compliance with all applicable Florida Statutes.

  
Louis L. Hamby III

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA