

P96000050629

TRANSMITTAL LETTER

FROM:

Name of corporation:

Virtual Entertainment Systems, Inc.

Street address of the corporation:

9707 Pleasant Run Way
Tampa, FL 33647

500001861565
-06/13/96--01059--003
*****70.00 *****70.00

Dear Corporations Division:

Please find enclosed:

1. An original Articles of Incorporation and one copy for the above named corporation.
2. A certified check or money order in the amount of \$70.00 for filing fees.

A certified copy ___ is X is not requested.

If a certified copy is requested, the additional fee in the amount of \$_____ is enclosed.

Please send responses or receipts concerning this filing to the above address.

Thank you very much.

Date: June 13, 1996

Name of Incorporator:

Lori J. Parker

Signature of Incorporator:

Lori J. Parker

FILED
55 JUN 13 PM 1:54

RECEIVED
96 JUN 13 PM 1:41
DIVISION OF CORPORATION

844
6/13/96

will wait

ARTICLES OF INCORPORATION
OF
VIRTUAL ENTERTAINMENT SYSTEMS, INC.

Pursuant to Chapter 607 of the Florida Business Corporation Act, the undersigned incorporator submits these articles of incorporation for the purpose of forming a for-profit corporation.

- Article 1. The name of the Corporation is:
Virtual Entertainment Systems, Inc.
- Article 2. The principal place of business and mailing address of this corporation is:
9707 Pleasant Run Way
Tampa, FL 33647
- Article 3. The corporation is authorized to issue one class of stock, that being 1,000 shares of no par value, common stock, with identical rights and privileges, the transfer of which is restricted according to the bylaws of the corporation.
- Article 4. The name and address of the corporation's initial registered agent is:
Lori J. Parker
9707 Pleasant Run Way
Tampa, FL 33647
- Article 5. The name and street address of the incorporator of this corporation is:
Lori J. Parker
9707 Pleasant Run Way
Tampa, FL 33647
- Article 6. No director shall be held liable to the corporation or its shareholders for monetary damages due to a breach of fiduciary duty, unless the breach is a result of self-dealing, intentional misconduct, or illegal actions.

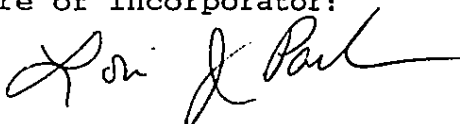
In witness whereof, the undersigned incorporator has executed these Articles of Incorporation on the date below. The undersigned incorporator hereby declares, under penalty of perjury, that the statements made in the forgoing Articles of Incorporation are true, and that the incorporator is a least eighteen years of age.

Date: June 13, 1996

Name of Incorporator:

Lori J. Parker

Signature of Incorporator:



FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
96 JUN 13 PM 1:54

CERTIFICATE OF DESIGNATION
OF
REGISTERED OFFICE AND REGISTERED AGENT

Pursuant to section 607.0501 of The Florida Business Corporation Act, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office and registered agent, in the State of Florida.

1. The name and address of the corporation's registered agent and registered office is:

Name:

Lori J. Parker

Street Address:

9707 Pleasant Run Way
Tampa, FL 3367

Having been named as the 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 I am familiar with and accept the obligations of my position as registered agent.

Signature of registered agent:



Date of signature:

June 13, 1996

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA