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CORPCO®

CORPORATIONS & COMPANIES, INC.
Incorporation Specialists

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8 August 1996

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

FILED
AUG 15 1996
TALLAHASSEE, FL
*****70.00 *****70.00

RE: THE VIRTUAL INVESTOR, INC./ARTICLES OF INCORPORATION

Dear Sir or Madam:

Enclosed herewith for filing with the Florida Department of State are an original and one copy of the Certificate of Incorporation of THE VIRTUAL INVESTOR, INC., as well as the Certificate of Designation of Registered Agent/Registered Office. Please file the Articles of Incorporation on a regular basis, and return a stamped "FILED" copy of same to our office by regular mail in the enclosed, self-addressed, stamped return envelope. Also, enclosed herewith is our check in the amount of \$70.00, representing payment of filing fees incurred in connection with this matter.

If you have any questions, please do not hesitate to contact me. Thank you in advance for cooperation and assistance in this matter.

Very truly yours,

Donna M. Thompson

DONNA M. THOMPSON
Incorporation Specialist

DMT:ccb
Enclosures

(ccb\letters\flstate.ltr)

8/15/96
TB

ARTICLES OF INCORPORATION

of

THE VIRTUAL INVESTOR, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be: **THE VIRTUAL INVESTOR, INC.**

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 5701 Whirlaway Road, Palm Beach Gardens, Florida 33418.

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1,500 shares of common stock, with no par value.

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is: Donna L. Renaud, 5701 Whirlaway Road, Palm Beach Gardens, Florida 33418.

ARTICLE V - DIRECTOR(S)

The name(s) of the director(s) is(are): Donna L. Renaud

ARTICLE VI - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is: Corporations & Companies, Inc., Stephen D.M. Robinson, President, Suite 300A, Two Greenville Crossing, 4001 Kennett Pike, Wilmington, Delaware 19807.

The undersigned has executed these Articles of Incorporation this 6th day of August, 1996.

CORPORATIONS & COMPANIES, INC.

BY:



STEPHEN D.M. ROBINSON, President
Incorporator

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: THE VIRTUAL INVESTOR INC.

2. The name and address of the registered agent and office is:

Donna L. Renaud
(Name)

5701 Whirlaway Road
(P.O. Box not acceptable)

Palm Beach Gardens, Florida 33418
(City/State/Zip)

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

Donna L. Renaud
(Signature)
DONNA L. RENAUD

August 6, 1996
(Date)