

P970000/9499

97 FEB 24 PM 3:43

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

February 8, 1997

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

000002094970--7
-02/24/97--01012--002
****122.50 ****122.50

Re: VISIONTEQ, INC.

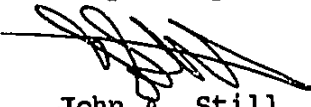
Dear Sirs:

Enclosed are an original and one copy of the Articles of Incorporation of VISIONTEQ, INC. for filing. Also enclosed is a check in the amount of \$122.50 to cover the cost of the filing fees.

Kindly confirm receipt of the filing of the Articles of Incorporation by enclosing the stamped copy in the envelope provided for your convenience.

Your cooperation and assistance in this matter are greatly appreciated.

Very truly yours,


John A. Still

Enclosures

PH
3/2/97

ARTICLES OF INCORPORATION
OF
VISIONTEQ, INC.

FILED
97 FEB 24 PM 3:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

VISIONTEQ, INC.

The principal place of business of this corporation shall be 1844 N.W. 81st Avenue, Coral Springs, Florida 33071.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100,000 shares of common stock having \$1 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 8061 Southgate Boulevard, North Lauderdale, Florida 33068, and the name of the initial registered agent of the corporation at that address is Tristan Still.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

ARTICLE VII. DIRECTORS

This corporation shall have one director, initially. The name and street address of the initial director is:

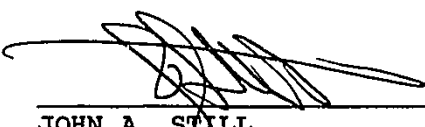
John A. Still	1844 N.W. 81 st Avenue
	Coral Springs, Florida 33071

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

John A. Still
1844 N.W. 81st Avenue
Coral Springs, Florida 33071

IN WITNESS WHEREOF, the undersigned authorized agent has hereunto set his hand and seal and produced Driver License & Personally Known as identification, on this 20 day of February, 1997.


JOHN A. STILL

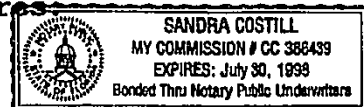
STATE OF FLORIDA

COUNTY OF Broward

The foregoing instrument was acknowledged before me, a Notary Public, on this 20 day of February, 1997.


Notary Public

My Commission Expires



AGREEMENT TO ACCEPT SERVICE

Having been named to accept service of process for the aforementioned corporation, at the places designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


TRISTAN STILL

DATED: 2/20/97

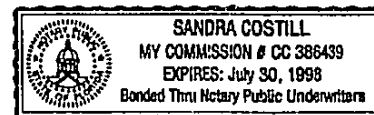
STATE OF FLORIDA

COUNTY OF Broward

Before me, personally appeared TRISTAN STILL, and produced
Personally known as identification, on this 20
day of February, 1997.

Sandra Costill
Notary Public

My Commission Expires:



FILED
97 FEB 24 PM 3:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA