P97000034067

5411 West Tyson Avenue Tampa, FL 33611 (813) 835-1444

April 7, 1997

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

Re: Venture Planning Group, Inc.

Enclosed is one original and one (1) copy of the articles of incorporation and a check for \$78.75 for the filing fee and certificate.

Please return the photocopy to me with the filing date stamped on it.

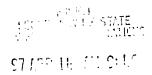
Sincerely,

Bradley A. Ball

enc.

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of Whaley



Articles of Incorporation

- 1. The name of the corporation shall be Venture Planning Group, Inc.
- 2. The principal place of business and mailing address of the corporation is 5411 West Tyson Avenue, Tampa, FL 33611.
- 3. The Corporation shall have the authority to issue 100 shares of common stock.
- 4. The registered agent of the corporation is Bradley Ball and the registered street address is 5411 West Tyson Avenue, Tampa, FL 33611.
- 5. The initial board of directors shall have one member whose name and address is as follows:

Bradley Ball 5411 West Tyson Avenuc Tampa, FL 33611

6. The incorporator of this corporation is Stephen Couture whose street address is 5411 West Tyson Avenue, Tampa, FL 33611

Dated this 7th day of April, 1997

Incomorator

Having been named as register agent 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.

April 7, 1997

Registered Agent