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FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS  
(850) 922-4001

FAX #:

FROM: DANIEL HICKS, P.A.  
075061003325  
CONTACT: SHEILA HOWARD  
PHONE: (352) 351-3353  
(352) 351-8054

ACCT#:

FAX #:

NAME: VISUAL LOGIC, INC.  
AUDIT NUMBER.....H97000011161  
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.  
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JUL 9 1997

7/08/97 CORPORATE DETAIL RECORD SCREEN  
9:50 AM  
NUM: R97000001292 ACTIVE/NAME RESERV FLD: 03/18/1997  
NAME : VISUAL LOGIC, INC.  
FILED BY : DANIEL PLawecki  
ADDRESS : VISUAL LOGIC, INC.  
200 N.E. 52ND AVE.  
OCALA, FL 34470  
EXPIRE AT USUAL TIME: Y

NOTE: THIS RESERVED NAME WILL BE AVAILABLE TO ANY PARTY OTHER THAN  
THE

ORIGINAL FILING PARTY ON 07/16/1997  
1. MENU, 7. LIST, 8. NEXT, 9. PREV

----- THIS IS NOT OFFICIAL RECORD; SEE DOCUMENTS IF QUESTION OR  
CONFLICT ----  
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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

March 24, 1997

DANIEL PLawecki  
VISUAL LOGIC, INC.  
200 N.E. 52ND AVE.  
OCALA, FL 34470

The name VISUAL LOGIC, INC. has been reserved for 120 days beginning March 18, 1997. The reservation number is R97000001292 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Becky McKnight

Letter number: 197A00013523

Dev 101 488 6800 Dep't Rec 5485  
904 488 6052 Reg

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(((R97000001292)))

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
VISUAL LOGIC, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation act, does hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of the Corporation shall be: VISUAL LOGIC, INC.

ARTICLE II

ADDRESS

The address of the principal office of the Corporation is: 3250 SE 58th Avenue, Ocala, Florida 34472 and the mailing address of the Corporation is: 3250 SE 58th Avenue, Ocala, Florida 34472.

This Corporation shall have perpetual existence.

ARTICLE IV

BUSINESS, OBJECTS OR PURPOSE

The general nature of the business to be transacted by this Corporation or the objects or purposes of the Corporation shall be as follows:

Daniel Hicks, P.A.  
2303 S.E. 17th Street, Suite 201, Ocala, FL 34471  
Phone No: (352) 351-3353; Fax (352) 351-2284  
Florida Bar No: 0145139      (((R97000001292)))

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1. To engage in and transact any lawful business for which corporation may be incorporated under the Florida Business Corporation Act and other incorporation laws of the State of Florida. No other purpose limits this general purpose in any way.
2. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

#### ARTICLE V

##### AUTHORIZED SHARES

The aggregate number of shares which the Corporation is authorized to issue is 2,200,000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$.01 per share.

#### ARTICLE VI

##### INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is: 2303 SE 17th Street, Suite 201, Ocala, Florida 34471 and the name of its initial Registered Agent at that address is Daniel Hicks.

#### ARTICLE VII

##### INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors is three (3). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The names and addresses of the initial Directors of the Corporation is:

President:	Daniel W. Plawecki, 200 NE 52nd Ave, Ocala, Florida 34470
Vice President:	Tom Cafaro, 29 Almond Drive Run, Ocala, Florida 34472
Secretary/Treasurer:	Michele M. Plawecki, 200 NE 52nd Ave, Ocala, Florida 34470

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ARTICLE VIII  
INCORPORATORS

The name and address of the Incorporator is as follows:

Daniel Hicks, Esquire, 2303 SE 17th Street, Suite 201, Ocala, Florida 34471

ARTICLE IX  
AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this

08 day of July, 1997.

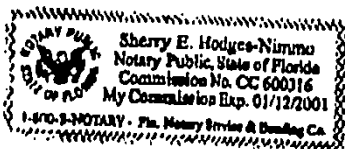
  
\_\_\_\_\_  
DANIEL HICKS, Incorporator

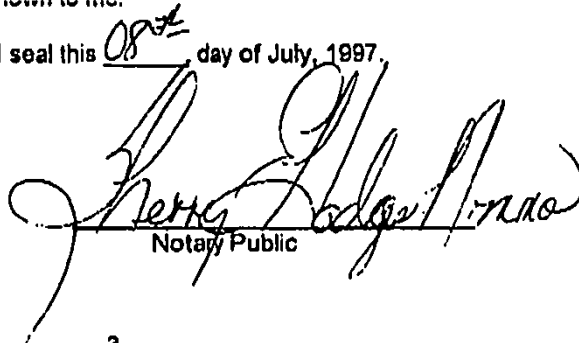
STATE OF FLORIDA  
COUNTY OF MARION

Before me personally appeared DANIEL HICKS Incorporator, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed, and that he is personally known to me.

WITNESS my hand and official seal this 08<sup>th</sup> day of July, 1997.

My Commission expires:



  
\_\_\_\_\_  
Notary Public

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ACCEPTANCE BY DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated Corporation at the place designated in this statement, 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.



DANIEL HICKS, ESQUIRE

Date:

July 08, 1997

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