P98000239359 BOOTH AND COOK, P.A.

ATTORNEYS AT LAW

STEPHEN C. BOOTH J. HARRIS COOK

Ridgewood Executive Center 7510 Ridge Road Port Richey, Florida 34668

Telephone: 813/842-9105 Fax: 813/848-7601

March 24, 1998

Florida Dept. of State Division of Corporations 409 E. Gaines Street Tallahassee, FL 32399

100002470921--3 -03/27/98--01078--001 ******70.00 ******70.00

Re: Visioneering Research Laboratories, Inc.

To Whom It May Concern:

Enclosed herein please find original and copy of Articles of Incorporation for Visionerring Research Laboratories, Inc. for filing. Also enclosed is my check in the amount of \$70.00 to cover costs. I would request that you please return the enclosed copy of Articles to me indicating the date of filing.

Your prompt attention to this matter is appreciated.

Very truly yours,

ROXANNE BARTZ

Legal Assistant

SECRETARY OF STATEONS
DIVISION OF CORPORATIONS
OR MAR 27 MM 6:51

ARTICLES OF INCORPORATION

OF

VISIONEERING RESEARCH LABORATORIES, INC.



ARTICLE I. - NAME

The name of this corporation is VISIONEERING RESEARCH LABORATORIES, INC.

ARTICLE II. - PURPOSE

This corporation is organized for the purposes of engaging in any and all lawful business permitted under the laws of the United States and of the State of Florida.

ARTICLE III. - STOCK

This corporation is authorized to issue One Thousand Five Hundred (1,500) shares of One Dollar (\$1.00) par value common stock.

ARTICLE IV. - EXISTENCE & COMMENCEMENT

This corporation shall have perpetual existence and its existence shall commence upon the filing of these Articles.

ARTICLE V. - PRINCIPAL OFFICE

The street address of the principal office is: 6330 Pinehill Road, #19, Port Richey, Florida 34668.

ARTICLE VI. - REGISTERED AGENT & ADDRESS

The name and address of the initial registered agent of this corporation is: **JEANETTE M. BOEVE**, 6330 Pinehill Road, #19, Port Richey, Florida 34668.

ARTICLE VII. - DIRECTORS

This corporation shall have one (1) director(s) initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The names and addresses of the initial directors of this corporation are:

JEANETTE M. BOEVE, 6330 Pinehill Road, #19, Port Richey, Florida 34668

ARTICLE VIII. - INDEMNITY OF OFFICERS & DIRECTORS

The corporation shall indemnify any officer or director to the full extent permitted by law.

ARTICLE IX. - INCORPORATOR(S)

The names and street addresses of the incorporator(s) signing these Articles are as follows:

JEANETTE M. BOEVE, 6330 Pinehill Road, #19, Port Richey, Florida 34668

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this Asia of March, 1998.

ÆÅNETTE M. BOEVE

IN WITNESS WHEREOF, the undersigned, having been named as registered agent in these articles of incorporation and to accept service of process for the above corporation at the place designated in these articles of incorporation, 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.

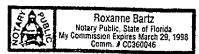
EANETTE M. BOEVE as Registered Agent

STATE OF FLORIDA COUNTY OF PASCO

The foregoing instrument, Articles of Incorporation, was acknowledged before me this day of Much, 1998, by Jeanette M. Boeve, \(\sigma\) who is personally known to me, or who has produced her Florida drivers license as identification.

NOTARY PUBLIC: Roxagine Bartz

(Print, type or stamp name of Notary) (Commission Number and Expiration Date)



THIS INSTRUMENT PREPARED BY:

J. HARRIS COOK, Esquire

Booth & Cook, P.A. 7510 Ridge Road Port Richey, FL 34668

Telephone: (813) 842-9105