2000 W15

THE UNITED STATES CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE: 888479 5011226

AUTHORIZATION :

ORDER DATE : July 13, 1998

ORDER TIME: 11:28 AM

ORDER NO. : 888479-005

CUSTOMER NO: 5011226

CUSTOMER: Barbara Buchanan, Legal Asst

GRAY HARRIS & ROBINSON

S.e. Bank Building, Suite 1200

201 E. Pine Street Orlando, FL 32801

DOMESTIC FILING

NAME:

VIRTUALBEANIE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION ____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

___ CERTIFIED COPY _ PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrew Cumper

EXAMINER'S INITIALS:

700002586687-



ARTICLES OF INCORPORATION OF VIRTUALBEANIE, INC.

ARTICLE I - NAME

The name of this corporation is VIRTUALBEANIE, INC. The mailing address of the corporation shall be 3309 Edgewater Drive, Orlando, Florida 32804.

ARTICLE II - DURATION

This corporation shall exist perpetually.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$.01 par value common stock.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation shall be:

201 E. Pine St., Suite 1200 Orlando, Florida 32801

The name of the initial registered agent of this corporation at that address shall be:

Phillip R. Finch

ARTICLE VI - INITIAL BOARD OF DIRECTORS

A. This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time in accordance with the Bylaws, but shall never be less than one (1).

B. The names and addresses of the initial directors of this corporation are as follows:

Name	Street Address
INAILLE	Silver Address

Beverly Beardsley 3309 Edgewater Drive

Orlando, Florida 32804

Andrew Schachter 3309 Edgewater Drive

Orlando, Florida 32804

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles is:

Name Street Address

Phillip R. Finch 201 E. Pine St., Suite 1200

Orlando, Florida 32801

ARTICLE VIII - BYLAWS

The power to adopt, alter, amend or repeal the Bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this day July, 1998.

Phillip R. Finch Incorporator

STATE OF FLORIDA COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 1044 day of July, 1998, by Philip R. Finch.

Signature of Notary Public

Signature of Notary Public

San Back S. Buchana J

(Print Notary Name)

My Commission Expires:

Commission No.:

Personally known, or

Produced Identification

Type of Identification Produced

AFFIX NOTARY STAMP

DIVISION OF CORPORATIONS

98 JUL 13 PM12: 58

CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT

Having been named as the registered agent in the Articles of Incorporation of VIRTUALBEANIE, INC., I hereby accept and agree to act in this capacity.

Phillip R. Finch