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98 JUL 24 PM 3:14

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

July 24, 1998

Judy  
Secretary of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32311

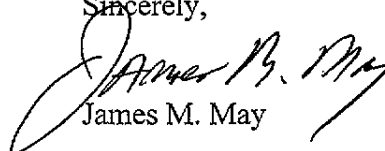
Re: Visioneering Enterprises, Inc.

Dear Judy:

Attached are two original sets of Articles of Incorporation for the above named corporation and a check in the amount of \$122.50. Please have these Articles filed and provide a certified copy to be picked up once the Articles have been recorded.

Please contact Elizabeth Moss at 561-3010 when the certified copy is ready to be picked up.

Sincerely,

  
James M. May

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\*\*\*\*122.50 \*\*\*\*122.50

JMJ/eam  
Enclosures

Call when  
Ready!!

P. Hall

JUL 24 1998

**ARTICLES OF INCORPORATION  
OF  
VISIONEERING ENTERPRISES, INC.  
A FLORIDA CORPORATION**

**FILED**  
**98 JUL 24 PM 3:15**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

The undersigned, acting as Incorporator of a Florida Corporation ("Corporation") under the Florida General Corporation Act, Chapter 607 of the Florida Statutes, hereby caused to be delivered the following Articles of Incorporation for such Corporation.

**ARTICLE I - NAME**

The name of the Corporation is **VISIONEERING ENTERPRISES, INC.**

**ARTICLE II - ADDRESS**

The mailing address of the Corporation is **9511 Henry Moss Circle, Tallahassee, Florida, 32311.**

**ARTICLE III**

**COMMENCEMENT OF CORPORATION EXISTENCE**

The Corporation shall have perpetual existence on the date of the filing of these Articles of Incorporation with the Department of State.

**ARTICLE IV - PURPOSE**

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

**ARTICLE V - CAPITAL STOCK**

The Corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of Common Stock having a par value of One Dollar (\$1.00) per share.

## **ARTICLE VI - INITIAL REGISTERED AGENT AND OFFICE**

The street address of the initial registered office of this Corporation is 9511 Henry Moss Circle, Tallahassee, Florida, 32311, and the name of the Initial Registered Agent of this Corporation is James M. May.

## **ARTICLE VII - INITIAL BOARD OF DIRECTORS**

The Corporation shall initially have one (1) director to hold office until the first annual meeting of shareholders and his successors shall have been duly elected and qualified, or until his earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The name and address of the initial director of this Corporation is as follows:

<u>Name</u>	<u>Address</u>
James M. May	P. O. Box 10644, Tallahassee, Florida, 32302

## **ARTICLE VIII - INITIAL BOARD OF DIRECTORS**

The names and addresses of the initial officers of this Corporation, who shall serve until their successors shall be elected or appointed are:

<u>Name</u>	<u>Address</u>
President- James M. May	P. O. Box 10644, Tallahassee, FL, 32302.
Vice President - Elizabeth Anne Moss	9511 Henry Moss Cir., Tallahassee, FL, 32311

**ARTICLE IX - INCORPORATOR**

The name and address of the person signing these Articles are as follows:.

Name

Address

President James M. May

P. O. Box 10644, Tallahassee, Florida, 32302

**ARTICLE X - AMENDMENT**

The power to amend these Articles of Incorporation in accordance with law is reserved to the shareholders. Any right conferred upon any shareholder by these Articles of Incorporation is subject to this reservation.

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

24<sup>th</sup> day of July, 1998.

James M. May  
James M. May, Incorporator

STATE OF FLORIDA )  
COUNTY OF LEON )

Sworn to and subscribed before me on this 24<sup>th</sup> day of July, 1998, by

James M. May, who is personally known to me.

NOTARY PUBLIC:

Sign: Wendy S. Gregory

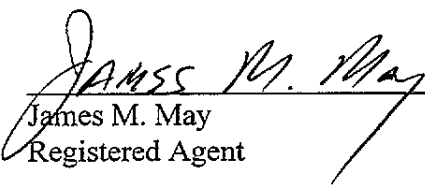
Print Name: \_\_\_\_\_

Commission Stamp:  Wendy S. Gregory  
MY COMMISSION # CC734608 EXPIRES  
May 23, 2002  
BONDED THRU TROY FAIN INSURANCE, INC.

**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

I hereby accept the appointment as the Registered Agent of VISIONEERING ENTERPRISES, INC., as made in the foregoing Articles of Incorporation, and agree to act in such 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 the Registered Agent of **VISIONEERING ENTERPRISES, INC.**

Date: 7/24/98

  
James M. May  
Registered Agent

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TALLAHASSEE, FLORIDA