

P99000031406

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Vision Holding
LLC.

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-04/01/99--01045--005
*****78.75 *****78.75

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Signature _____

Requested by: 18

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

- ✓ Art of Inc. File _____
____ LTD Partnership File _____
____ Foreign Corp. File _____
____ L.C. File _____
____ Fictitious Name File _____
____ Trade/Service Mark _____
____ Merger File _____
____ Art. of Amend. File _____
____ RA Resignation _____
____ Dissolution / Withdrawal _____
____ Annual Report / Reinstatement _____
✓ Cert. Copy _____
____ Photo Copy _____
____ Certificate of Good Standing _____
____ Certificate of Status _____
____ Certificate of Fictitious Name _____
____ Corp Record Search _____
____ Officer Search _____
____ Fictitious Search _____
____ Fictitious Owner Search _____
____ Vehicle Search _____
____ Driving Record _____
____ UCC 1 or 3 File _____
____ UCC 11 Search _____
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____ Courier R. Purlintun APR - 1 1999

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 1, 1999

CAPITAL CONNECTION, INC.
417 E. VIRGINIA ST.
STE. 1
TALLAHASSEE, FL 32301

SUBJECT: PENNINSULA HOLDINGS, INC.
Ref. Number: W99000007865

We have received your document for PENNINSULA HOLDINGS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6929.

Randall Purinton
Document Specialist

Letter Number: 799A00016632

ARTICLES OF INCORPORATION
OF
Vision Holdings, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ARTICLE I
CORPORATE NAME

The name of this corporation shall be:

Vision Holdings, Inc.

ARTICLE II
DURATION

This corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE III
PURPOSE

This corporation, through its Officers and Employees shall be authorized to engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue a maximum of Seven Thousand Five Hindred (7,500) shares of stock. The shares of stock authorized shall be common stock having a par value of One (\$1.00) Dollar per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE V
INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

This Corporation's initial Registered Agent and Registered office in the State of Florida shall

be: HARRY K. BENDER
 BENDER, BENDER & CHANDLER, P.A.
 5915 Ponce de Leon Blvd.
 Suite 60
 Coral Gables, Florida 33146

<u>REGISTERED AGENT</u>	<u>ADDRESS OF INITIAL REGISTERED AGENT</u>
HARRY K. BENDER	5915 Ponce De Leon Blvd. Suite 60 Coral Gables, Florida 33146

ARTICLE VI
BOARD OF DIRECTORS

The number of Directors may be altered from time to time by the By-Laws adopted by the Stockholders. However, the corporation shall have no less than one (1) Director at any time. The corporation shall have one (1) Director initially.

ARTICLE VII
INITIAL DIRECTORS

The Corporation shall initially have one (1) Directors. The names and post office addresses of the initial Directors of the Corporation are:

<u>Name</u>	<u>Address</u>
Alfredo A. Pernas	6801 N.W. 74 th Avenue Miami, Florida 33166

The first Directors shall hold office until the first annual meeting of the corporation.

ARTICLE VIII
INCORPORATOR

The name and post office address of the Incorporator executing these Articles of Incorporation is as follows:

Incorporator

Address

HARRY K. BENDER

5915 Ponce De Leon Blvd.
Suite 60
Coral Gables, Florida 33146

ARTICLE IX
INDEMNIFICATION

The Corporation shall indemnify any officer or Director, or any former officer or Director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 30 day of March, 1999.



HARRY K. BENDER

The undersigned Incorporator for the purpose of forming a corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.



HARRY K. BENDER

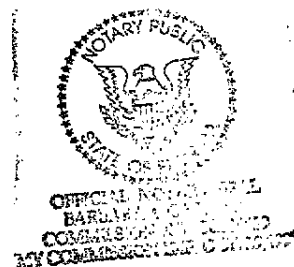
STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BE IT REMEMBERED that on this day before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared, HARRY K. BENDER, to me known to be the person described as the Incorporator in the foregoing Articles of Incorporation, and he acknowledged before me that he executed said Articles of Incorporation.

WITNESS my hand and official seal at Miami, said County and State, this 27th day of March 1999.


Notary Public, State of Florida
At Large

My commission expires:



ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT
AND REGISTERED OFFICE

The undersigned, having been named as registered agent and to accept service of process for the above stated corporation at the place designated within the above and foregoing Articles of Incorporation, hereby accepts the appointment as registered agent and agrees 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.

DATED this 30 day of March, 1999.



HARRY K. BENDER

FILED
CLERK OF SUPERIOR COURT
DIVISION OF CORPORATIONS
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