

TRANSMITTAL LETTER

P99000049223

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Protek, Inc.
(Proposed corporate name - must include suffix)

200002538922--0
-05/28/98--01042--016
***131.25 ***131.25

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Yoany Beldarrain-Caputo
Name (Printed or typed)

2935 Turtle Mound Rd.
Address

Melbourne, Fl 32934
City, State & Zip

(407) 255-7473
Daytime Telephone number

W98-12480
Dmc
6-1-98

FILED OF STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
99 JUN - 1 PM 1:15

JUN - 1 1998

SEARCH

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 1, 1998

YOANY BELDARRAIN-CAPUTO
2935 TURTLE MOUND ROAD
MELBOURNE, FL 32934

SUBJECT: PROTEK, INC.
Ref. Number: W98000012480

We have received your document for PROTEK, INC. and your check(s) totaling \$131.25. 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) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 298A00030734

Melbourne, 5/26/99

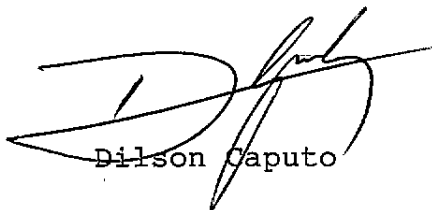
Dear Ms. McDufic,

Last year we sent a payment for the registration of Protek
(01042-016) which was not accepted, because of similar name.

Please apply the credit towards this new corporation.

If any question please call me at: 407-255-7473.

Best Regards,



Dilson Caputo

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUN -1 PM 1:15

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

VISION CAPITAL & FINANCIAL GROUP, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

2935 Turtle Mound Rd.
Melbourne, Fl 32934

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 Shares

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

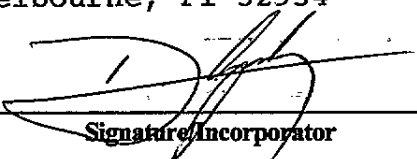
The name and Florida street address of the initial registered agent are:

DILSON SOUZA CAPUTO
2935 Turtle Mound Rd.
Melbourne, Fl 32934

ARTICLE V INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

DILSON SOUZA CAPUTO
2935 Turtle Mound Rd.
Melbourne, Fl 32934

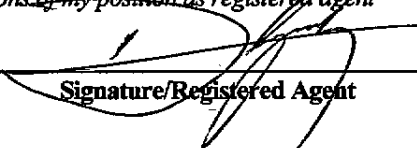

Signature/Incorporator

05/26/99

Date

(An additional article must be added if an effective date is requested.)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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


Signature/Registered Agent

05/26/99

Date