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L. JAMES DICKSON, P.A.

ATTORNEY AT LAW
4707 140TH AVENUE NORTH, SUITE 309
CLEARWATER, FLORIDA 33762

TEL: (727) 531-2715
FAX: (727) 531-2619

September 21, 1999

MAILING ADDRESS:
POST OFFICE BOX 17245
CLEARWATER, FLORIDA 33762-0245

VIA FEDERAL EXPRESS DELIVERY

Division of Corporations
Florida Department of State
409 East Gaines Street
Tallahassee, Florida 32399

EFFECTIVE DATE
9-21-99

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-09/23/99--01072--008
*****70.00 *****70.00

RE: ARTICLES OF INCORPORATION - VISION TECHNICAL SOLUTIONS, INC.

Dear Madam or Sir:

Enclosed please an original and one (1) copy of the Articles of Incorporation of Vision Technical Solutions, Inc.

Please note the effective date of September 21, 1999.

Please file these Articles of Incorporation of record, and furnish me an approval stamped copy of the filed Articles. Also enclosed, is this firm's check, in the amount of seventy dollars (\$70.00), for the applicable filing fees.

Thank you for your usual cooperation and assistance.

If you should have any questions, please do not hesitate to give me a call.

Very truly yours,


L. JAMES DICKSON

Enclosures

FILED
1999 SEP 23 PM 12:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Oct 9/27

FILED

1999 SEP 23 PM 12:46

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
9.21.99

ARTICLES OF INCORPORATION
OF
VISION TECHNICAL SOLUTIONS, INC.

The undersigned incorporators, for the purpose of forming a corporation under Chapter 607, FLORIDA STATUTES, the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

Article 1

Name

The name of this corporation is:

VISION TECHNICAL SOLUTIONS, INC.

Article 2

Effective Date and Duration

This corporation shall exist perpetually commencing as of September 21, 1999.

Article 3

Purposes

This corporation may engage in any activity or business permitted by law.

Article 4

Capital Stock

This corporation is authorized to issue ONE MILLION (1,000,000) shares of Common Stock, each having a par value of ONE CENT (1¢).

Article 5

Registered Office and Registered Agent

The street address of the initial registered office of this corporation shall be 1996 Indian Creek Ct., Dunedin, Florida 34698. The name of the initial registered agent of this corporation at that address shall be RON HEMMY.

Article 6

Principal Office and Mailing Address

The principal office, and mailing address, of this corporation shall be:

1996 Indian Creek Ct.
Dunedin, Florida 34698

Article 7

Initial Board of Directors

The number of directors comprising the full Board of Directors of the corporation shall initially be two (2). The number of directors comprising the full Board of Directors may be increased or decreased, from time to time, by action of the shareholders, but shall never be less than one (1) director. The names and addresses of the initial directors comprising the first Board of Directors of this corporation are:

RON HEMMY	DAVID HYMES
1996 Indian Creek Ct.	10019 Kenda Drive
Dunedin, Florida 34698	Riverview, Florida 33569

Article 8
Incorporator

The names and addresses of the persons signing these Articles of Incorporation as the incorporators are:

RON HEMMY	DAVID HYMES
1996 Indian Creek Ct.	10019 Kenda Drive
Dunedin, Florida 34698	Riverview, Florida 33569

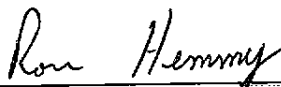
Article 9
Bylaws

The initial bylaws shall be adopted by the Board of Directors. The power to alter, amend, and repeal the bylaws, and the power to adopt new bylaws, shall be vested in the Board of Directors; subject, however, to repeal or change by action of the shareholders. Unless otherwise provided in a bylaw adopted by action of the shareholders, the Board of Directors shall not have the power or authority to amend or repeal any bylaw adopted by the shareholders.

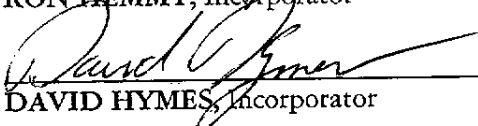
Article 10
Amendment

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

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this September 21, 1999.



RON HEMMY, Incorporator



DAVID HYMES, Incorporator

FILED

1999 SEP 23 PM 12:46

VISION TECHNICAL SOLUTIONS, INC.


SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Registered Agent

Acceptance and Acknowledgment

Having been named as registered agent and to accept service of process for VISION TECHNICAL SOLUTIONS, INC., at the place designated in the foregoing 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.

Dated: September 21, 1999



RON HEMMY
Registered Agent