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October 26, 1999

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*****78.75 *****78.75

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

Re: Articles of Incorporation for: **VBS CONSULTING SERVICES, INC.**

Gentlemen:

I enclose herewith an original and a copy of the Articles of Incorporation for the above named corporation. In addition, a check in the sum of \$78.75 is enclosed to cover the following fees:

Filing Fee	\$35.00
Designation of Registered Agent	\$35.00
Certified Copy	<u>8.75</u>
TOTAL	\$78.75

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned. PLEASE NOTE: If the above name is not available, then substitute "**VALERIE B. SCIAMONTE CONSULTING SERVICES, INC.**" If you have any questions or need further information, contact me.

I appreciate your prompt attention to this matter.

Sincerely,


Richard C. Migliaccio

RCM/pbm
Enclosures

FILED
1999 NOV -5 PM 12:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A. Howell NOV 8 1999

FILED

1999 NOV -5 PM 12: 4:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Articles of Incorporation
of**

VBS CONSULTING SERVICES, INC

THE UNDERSIGNED INCORPORATOR, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE ONE
NAME**

1.1 The name of the Corporation is **VBS CONSULTING SERVICES, INC.**

**ARTICLE TWO
DURATION**

2.1 The term of existence of the Corporation is perpetual.

**ARTICLE THREE
PURPOSE**

3.1 The purpose for which the Corporation is organized is to engage in any activities or business permitted under the laws of the United States and the State of Florida.

**ARTICLE FOUR
CAPITAL STOCK**

4.1 The aggregate number of shares which the Corporation has authority to issue is one thousand (1,000) shares, all of which shall be common shares with par value of one cent (\$0.01).

**ARTICLE FIVE
INITIAL REGISTERED AGENT AND ADDRESS**

5.1 The name of the initial registered agent of the Corporation is **RICHARD C. MIGLIACCIO, Esq.** The street address of the initial registered office of the Corporation is 660 West Fairbanks Avenue, Winter Park, Florida 32789.

**ARTICLE SIX
PRINCIPAL OFFICE**

6.1 The street address of the principal office of the Corporation is 542 Gran Paseo Drive, Orlando, Florida 32825.

6.2 The mailing address of the Corporation is 542 Gran Paseo Drive, Orlando, Florida 32825.

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**ARTICLE SEVEN
INCORPORATOR**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

7.1 The name and address of the Incorporator is: **VALERIE B. SCIAMONTE**, 542 Gran Paseo Drive, Orlando, Florida 32825.

**ARTICLE EIGHT
INDEMNIFICATION**

8.1 The Corporation shall have the power to indemnify, to the fullest extent permitted by law, its directors, officers, employees and agents.

**ARTICLE NINE
AMENDMENT OF ARTICLES**

9.1 The 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 stockholders is subject to this reservation.

IN WITNESS WHEREOF, I have subscribed my name on October
31, 1999.

Valerie B. Sciamonte
VALERIE B. SCIAMONTE
Incorporator

Having been named Registered Agent for **VBS CONSULTING SERVICES, INC.**, I hereby agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.0505, Florida Statutes (1997).

November 2, 1999
Date

Richard C. Migliaccio
RICHARD C. MIGLIACCIO, ESQ.
Registered Agent