

P99000104002

PAUL HOLCOMB  
114 Bonaire Blvd.  
Destin, FL 32541

November 22, 1999

800003055738-5  
11/23/99 01135-012  
\*\*\*\*\*75.00 \*\*\*\*\*75.00

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

Re: MindVisions, Inc.

Gentlemen:

Enclosed is my check in the amount of \$75.00. Please file the attached corporation for MindVisions, Inc., and return a copy of the Articles to me when filed.

Thank you.

Very truly yours,



PAUL HOLCOMB

PH/ah

FILED  
99 NOV 29 PM 1:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

of

MindVisions, Inc.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Article I -- Name

The name of this corporation is MindVisions, Inc.

Article II -- Duration

This corporation shall exist for a perpetual period of time.

Article III -- Purpose

This corporation is organized for the purpose of developing interactive information solutions for businesses, and transacting any and all business which may be permitted under the laws of the State of Florida, and approved by the Board of Directors.

Article IV -- Capital Stock

This corporation is authorized to issue 100 shares of common stock at ten (\$10.00) dollar par value.

Article V -- Capital Stock Voting Rights

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

Article VI -- Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

Article VII -- Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 114 Bonaire Blvd., Destin, FL 32541. The name of the initial registered agent of this corporation at that address is PAUL HOLCOMB.

Article VIII -- Principal Place of Business

The initial principal place of business is 114 Bonaire Blvd., Destin, FL 32541. The mailing address is the same.

Article IX -- Initial Board of Directors

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one.

The name and address of the initial director of this corporation is as follows:

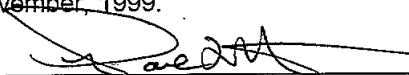
PAUL HOLCOMB  
114 Bonaire Blvd.  
Destin, FL 32541

Article X -- Incorporator

The name and address of the person signing these articles is:

PAUL HOLCOMB  
114 Bonaire Blvd.  
Destin, FL 32541

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 23 day of November, 1999.

  
\_\_\_\_\_  
PAUL HOLCOMB

LS


STATE OF FLORIDA

COUNTY OF OKALOOSA

BEFORE ME, the undersigned authority, duly licensed to administer oaths and take acknowledgements, personally appeared **PAUL HOLCOMB**, who

\_\_\_\_\_ produced \_\_\_\_\_ as identification

SWORN TO and subscribed before me this 23<sup>rd</sup> day of November, 1999.


 Martha A. Hudson  
 Notary Public, State of Florida  
 Commission No. CC 572888  
 My Commission Exp. 10/04/2000  
 Bonded Through Fla. Notary Service & Bonding Co.

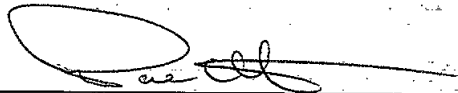
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

The following is submitted pursuant to F.S. 48.091.

MindVisions, Inc., organized under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at 114 Bonaire Blvd., Destin, FL 32541, has named PAUL HOLCMB, located at 114 Bonaire Blvd., Destin, FL 32541, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-named corporation, at the place designated in the Certificate, I hereby agree to accept in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



PAUL HOLCOMB

LS

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA