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WILLIAM R. MUMBAUER
LEGAL COUNSEL

FILED

99 DEC -6 AM 9: 21

THE LAW FIRM OF
WILLIAM R. MUMBAUER, P.A.
EST. 1980

December 3, 1999

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
205 FLORIDA ARSONS AVENUE
BRANDON, FLORIDA 33510
(813) 685-3133

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****122.50 *****78.75

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

Re: Visual Plastics of Florida, Inc.

Gentlemen:

Enclosed herewith is an original and one copy of the Articles of Incorporation for the above named corporation. Please file the original, certify the copy and return it to me.

I am enclosing my check in the amount of \$122.50 which includes \$35.00 filing fee, \$52.50 certified copy fee and \$35.00 registered agent fee. Thank you for your cooperation in this matter.

Very truly yours,

WILLIAM R. MUMBAUER

WRM:jp
Encl.

cc: Mr. and Mrs. Robert J. Bayne

PH 12/8/99

ARTICLES OF INCORPORATION
OF
VISUAL PLASTICS OF FLORIDA, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, hereby makes, subscribes and acknowledges these Articles of Incorporation in accordance with the laws of the State of Florida.

ARTICLE I

The name of this corporation is **VISUAL PLASTICS OF FLORIDA, INC.**

ARTICLE II

This corporation may engage or transact in any of all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III

The maximum number of shares of stock that the corporation is authorized to have outstanding at one time is 7,500 shares of common stock, having a par value of \$1.00 per share.

ARTICLE IV

This corporation is to exist perpetually.

ARTICLE V

The address of the principal office of the corporation is 2101 Malibu Drive, Brandon, FL 33511. The street address of the initial registered office is 2101 Malibu Drive, Brandon, FL 33511,

and the name of the initial registered agent at such address is
NANCY M. BAYNE.

ARTICLE VI

The name and post office address of the subscriber to these
Articles of Incorporation is **NANCY M. BAYNE, 2101 Malibu Drive,
Brandon, FL 33511.**

ARTICLE VII

This corporation shall not have directors nor a Board of
Directors but shall be managed by the stockholders of the
corporation in the manner provided by Chapter 607, Florida
Statutes.

ARTICLE VIII

IN WITNESS WHEREOF, the undersigned incorporator has
subscribed and acknowledged these Articles of Incorporation this
3rd day of December, 1999.

Nancy M Bayne
NANCY M. BAYNE

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing Articles of Incorporation were acknowledged
before me by **NANCY M. BAYNE** who has produced a Florida Drivers
License as identification, this 3rd day of December,
1999.

Jodi A. Powell
Notary Public

My commission expires:



JODI A. POWELL
Notary Public, State of Florida
My Comm. Exp. Oct. 24, 2000
Comm. No. CC 586613

ACCEPTANCE OF REGISTERED AGENT

I hereby certify that I am familiar with and accept the duties and responsibilities as Registered Agent for VISUAL PLASTICS OF FLORIDA, INC.

Nancy M. Bayne
NANCY M. BAYNE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA