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From:  
Account Name : EMPIRE CORPORATE KIT COMPANY  
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FLORIDA PROFIT CORPORATION OR P.A.

vera cadillac, inc.

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**ARTICLES OF INCORPORATION**  
**OF**  
**VERA CADILLAC, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation

**ARTICLE I**

The name of the corporation ("Corporation") is. VERA CADILLAC, INC.

**ARTICLE II**

The existence of the Corporation shall begin on the date of the execution of this document.

**ARTICLE III**

The street address of the principal office of the Corporation is:

300 South University Drive  
Pembroke Pines, Florida 33025

**ARTICLE IV**

The maximum number of shares this Corporation is authorized to issue is 100, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

**ARTICLE V**

The initial street address of the Corporation's registered office is 300 South University Drive, Pembroke Pines, Florida 33025. The initial registered agent for the Corporation at that address is Douglas P. Zingler, Esq

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**ARTICLE VI**

The initial board of directors shall consist of two directors. The name and address of the persons who will serve on the initial board of directors are:

Louis Vera  
300 South University Drive  
Pembroke Pines, Florida 33025

Maria Vera  
300 South University Drive  
Pembroke Pines, Florida 33025

**ARTICLE VII**

The name and street address of the person signing these Articles of Incorporation is:

Louis Vera  
300 South University Drive  
Pembroke Pines, Florida 33025

**ARTICLE VIII**

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

**ARTICLE IX**

**General Powers**

This Corporation shall have perpetual duration and succession in its corporate name and has the same powers as an individual to do all things necessary and convenient to carry out its business and affairs including, without limitation, any and all powers as provided by Florida Statute §607.0302.

**ARTICLE X**

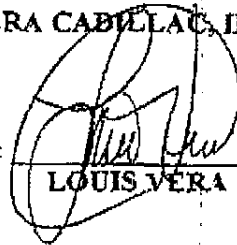
The Corporation is organized under the Florida Business Corporation Act for any lawful purpose or purposes allowable under Florida law.

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IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 19th day of November, 2004.

VERA CADILLAC, INC.

By:

  
LOUIS VERA

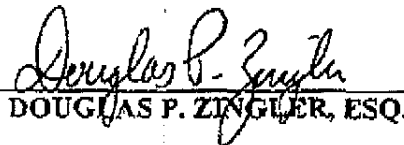
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**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for VERA CADILLAC, INC. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. §607.0501(3).

By:

  
DOUGLAS P. ZIEGLER, ESQ.

DATE: 11/19/04

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