

Charter Number Only

P9600020551

3/1/96.

William Chiaro

Requestor's Name

4701 W. 4 AVE

Address

Hialeah FL 33012

City

State

ZIP

Phone

557-2577A

REGISTRATION ONLY

400001734184
-03/06/96--01037--026
****122.50 ****122.50

CORPORATION(S) NAME

V-P Development CORP.

FILED
96 MAR 16 PM 12:33
TALLAHASSEE, FLORIDA

MPRE Toll Free: 1-800-432-3028

- Profit
- NonProfit
- Foreign
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- Reinstatement
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| Name |
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| Updater |
| Verifier |
| Acknowledgment |
| W.P. Verifier |

CERTIFIED COPY

F. CHESSEN MAR 6 1996

ARTICLES OF INCORPORATION
OF
V-P DEVELOPMENT CORP.

FILED
95 MAR -6 PM 12:33
TALLAHASSEE, FLORIDA

ARTICLE I - Name

The name of the corporation is:

V-P DEVELOPMENT CORP.

ARTICLE II - Nature of Business

This corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE III - Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is Seven Thousand five hundred (7,500) shares of common stock, each share having a par value of ONE DOLLAR (\$1.00).

Authorized capital stock may be paid for in cash, services, or property, at a just to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE IV - Term of Existence

This corporation shall have perpetual existence.

ARTICLE V - Initial Registered Office Agent

The street address of this initial registered and principal office of this corporation is 1373 West 38th Place, Hialeah, Florida 33012 and the name of the initial registered agent of this corporation at that address is JORGE VIERA.

ARTICLE VI - Initial Board of Directors

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The names and addresses of the initial directors of this corporation are:

JORGE VIERA 1373 West 38th Place, Hialeah, FL 33012

PEDRO DOGER 1441 S.W. 139th Avenue, Miami, FL 33188

All of the said directors are of full age and at least one of them is a citizen of the United States.

ARTICLE VII - Initial Officers

The names and addresses of the officers are as follows:

PRESIDENT: JORGE VIERA
1373 West 38th Place
Miami, FL 33012

VICE-PRESIDENT: PEDRO DOGER
1441 S.W. 139th Avenue
Miami, FL 33188

SECRETARY PEDRO DOGER
1441 S.W. 139th Avenue
Miami, FL 33188

TREASURER: JORGE VIERA
1373 West 38th Place
Hialeah, FL 33012

ARTICLE VIII - Incorporator

The names and addresses of the persons signing these articles are:

JORGE VIERA 1373 West 38th Place, Hialeah, FL 33012

PEDRO DOGER 1441 S.W. 139th Avenue, Miami, FL 33188

ARTICLE IX - Distribution

The names and addresses of each subscriber of this Articles of Incorporation, and the number of shares of stock which each agrees to take and the sums subscribed to and paid are as follows:

| <u>NAME</u> | <u>ADDRESS</u> | <u>SHARE</u> |
|-------------|-------------------------------------------|--------------|
| JORGE VIERA | 1373 West 38th Place Hialeah, FL 33012 | 250 |
| PEDRO DOGER | 1441 S.W. 139th Avenue Miami, FL 33188 | 250 |

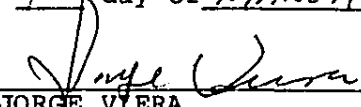
ARTICLE X - Effective Date

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE XI - Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 1st day of MARCH, 1996.



JORGE VIERA



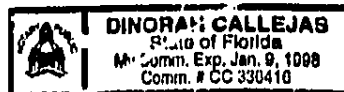
PEDRO DOGER

STATE OF FLORIDA)
 SS
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 1st
day of March, 1996 by JORGE VIERA and PEDRO DOGER, who are
personally known to me, or who has produced the following type
of identification Driver's License and who did did not
take an oath.


NOTARY PUBLIC

My Commission Expires:



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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST--THAT V-P DEVELOPMENT CORP.
(NAME OF CORPORATION)

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF

Hialeah STATE OF Florida, HAS NAMED
(CITY) (STATE)

JORGE VIERA LOCATED AT 1373 West 38th Place,
(STREET ADDRESS AND NUMBER OF BUILDING)

CITY OF Hialeah, STATE OF FLORIDA, 33012 AS HIS AGENT TO
(CITY)

ACCEPT SERVICE OF PROCESS WITHIN FLORIDA

SIGNATURE Jorge Viera
(CORPORATE OFFICER)

TITLE JORGE VIERA

DATE 3/1/96

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE Jorge Viera
(RESIDENT AGENT)
JORGE VIERA

DATE 3/1/96

FILED
MAR 6 PM 12:33
TALLAHASSEE, FLORIDA