

P00000037010



UCC FILING & SEARCH SERVICES, INC.
526 East Park Avenue
Tallahassee, FL 32301
(850) 681-6528

HOLD

FOR PICKUP BY UCC SERVICES

OFFICE USE ONLY (Document #)

789920

100003205791--0

-04/12/00--01054--018

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

CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

VGM Enterprises Inc

- Walk In
- Mail Out
- Will Wait
- Photocopy

Pick Up Time

Certified Copy

- Certificate of Standing
- Certificate of Good Standing
- ARTICLES ONLY
- ALL CHARTERS

RUSH

FILED
 RECEIVED
 00 APR 12 PM 2:28
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS,
 TALLAHASSEE, FLORIDA

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

- Certificate of FICTITIOUS NAME
- FICTITIOUS NAME SEARCH
- CORP SEARCH

Ordered By: _____

Date: _____

T. SMITH APR 12 2000

ARTICLES OF INCORPORATION
OF

VGM ENTERPRISES, INC.

ARTICLE I. NAME

The name of this corporation is VGM ENTERPRISES, INC.

ARTICLE II. DURATION

This corporation is to exist perpetually.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of transacting any activity or business permitted under the laws of the United States and of Florida.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is One Thousand (1,000) shares having a par value of \$1.00 per share.

ARTICLE V. REGISTERED OFFICE AND REGISTERED AGENT

The initial principal office of the proposed corporation in the State of Florida is 195 Vista Verdi Road, Davie, Florida 33325, and the mailing address of the proposed corporation is the same. The name and address of the initial registered agent is VINCENT G. MAGRI, 195 Vista Verdi Road, Davie, Florida 33325.

ARTICLE VI. DIRECTORS

The number of directors constituting the initial Board of Directors of the proposed corporation is one (1) member. The name and address of each person who is to serve as a member of the initial Board of Directors are:

FILED
00 APR 12 PM 2:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NAME

ADDRESS

VINCENT G. MAGRI

195 Vista Verdi Road
Davie, Florida 33325

ARTICLE VII. INCORPORATOR

NAME

ADDRESS

VINCENT G. MAGRI

195 Vista Verdi Road
Davie, Florida 33325

EXECUTED by the undersigned at Deerfield Beach, Broward
County, Florida, on this 11 day of April, 2000.



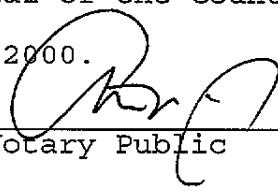
VINCENT G. MAGRI

STATE OF FLORIDA

COUNTY OF BROWARD

I HEREBY CERTIFY that on this day, before me, a Notary
Public duly authorized to take acknowledgments in the State and
County named above, personally appeared VINCENT G. MAGRI, who is
personally known to me or has produced Pl. d/l as
identification and who did not take and oath and who executed the
foregoing Articles of Incorporation.

WITNESS my hand and official seal of the County and State
named above this 11 day of April, 2000.



Notary Public

My Commission Expires:



Arthur W. Gundling
MY COMMISSION # CC690519 EXPIRES
November 8, 2001
BONDED THRU TROY FAIN INSURANCE, INC

Pursuant to Section 607.164 of the Florida Statutes, I,
VINCENT G. MAGRI, accept the designation as Registered Agent for
VGM ENTERPRISES, INC.

Vincent G. Magri
VINCENT G. MAGRI

STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that on this day, before me, a Notary
Public duly authorized to take acknowledgments in the State and
County named above, personally appeared VINCENT G. MAGRI, who is
personally known to me or has produced Fl. d/lc as
identification and who accepted the designation of registered
agent by signing the Articles of Incorporation.

WITNESS my hand and official seal in the County and State
named above on this 11 day of April, 2000.

[Signature]
Notary Public

My Commission Expires:



Arthur W. Gundling
MY COMMISSION # CC690519 EXPIRES
November 8, 2001
BONDED THRU TROY FAIN INSURANCE, INC.

FILED
00 APR 12 PM 2:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA