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W. GEORGE ALLEN  
VIRGINIA D. STOW

April 17, 2000

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Department of State  
Division of Corporations  
Corporate Records Bureau  
Post Office Box 6327  
Tallahassee, Florida 32314

100003220621--0  
-04/24/00-01106-007  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

RE: V.F.W. and Associates, Inc.  
Our File No. 99-092

Gentlemen:

Enclosed please find original and one copy of the Articles of Incorporation for the above-referenced corporation, together with check in the amount of \$78.75, representing payment of the following:

\$ 35.00 Filing Fee  
35.00 Registered Agent Designation  
8.75 Certified Copy of Articles (5 pages)

Please file the original and return a certified copy to the undersigned.

Sincerely,

  
W. George Allen

WGA/ce

Enclosures

[CORP-DIV.L01]

T. Burch APR 26 2000

**ARTICLES OF INCORPORATION**  
**OF**  
**V.F.W. AND ASSOCIATES, INC.**

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following articles of incorporation:

**ARTICLE I - NAME**

The name of this Corporation shall be:

V.F.W. and Associates, Inc.

**ARTICLE II - PURPOSE**

The general nature of the business to be transacted by this Corporation is:

To engage in and carry on any business activities permitted under the laws of the United States and the State of Florida.

To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, deal in and with goods, wares, merchandise, real and personal property, and services, of every class and kind, except that it is not to conduct the following types of businesses: telephone or cemetery, a building and loan association, fraternal benefit society, state fair or exposition.

### ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is Five Thousand Shares (5000) of common stock with a par value of Ten (\$10.00) Dollars per share. The actual consideration to be paid for each share shall be fixed by the Stockholders. Initial shares are to be distributed as follows:

|                         |     |
|-------------------------|-----|
| Vickie Frazier Williams | 51% |
| Michael Williams        | 49% |

### ARTICLE IV - DURATION

This corporation shall have perpetual existence commencing on the date of execution and acknowledgement of these Articles.

### ARTICLE V - INITIAL ADDRESS

The post office address of the corporation shall be 6441 N.W. 54th Street, Lauderhill, Florida 33319. The stockholders may from time to time move the principal office to any other address in the State of Florida. The Registered Agent shall be W. George Allen, Esq., 800 S.E. 3rd Avenue, Penthouse, Fort Lauderdale, FL 33315.

### ARTICLE VI - DIRECTORS

This corporation shall have two Directors 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.

### ARTICLE VII - INITIAL DIRECTORS

The name and street address of the initial directors of this

corporation are:

| <u>NAME</u>             | <u>ADDRESS</u>                                |
|-------------------------|---|
| Vickie Frazier Williams | 6441 N.W. 54th Street<br>Lauderhill, FL 33319 |
| Michael Williams        | 6441 N.W. 54th Street<br>Lauderhill, FL 33319 |

ARTICLE VIII - INITIAL SUBSCRIBER

The names and street addresses of the incorporator of these Articles of Incorporation is: Vickie Frazier, 6441 N.W. 54th Street, Lauderhill, FL 33319.

ARTICLE IX - RIGHT TO AMEND

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the subscriber, hereto has affixed hereunto his hand and seal this 12 day of Apr, ~~May~~, <sup>2000</sup>~~1999~~.

  
VICKIE FRAZIER WILLIAMS

STATE OF FLORIDA  
COUNTY OF BROWARD

BEFORE ME, the undersigned authority on this 12 day of Apr, <sup>2000</sup>~~May~~, ~~1999~~ personally appeared VICKIE FRAZIER WILLIAMS [X] who is personally known to me or who produced \_\_\_\_\_ as identification and [X] who did take an oath [ ] who did not take an

oath, deposes and says that he had read the above and foregoing  
and that all the facts and allegations contained are true and  
correct.



Notary Public, State of Florida

Printed name

My Commission Expires



W. George Allen

MY COMMISSION # CC887265 EXPIRES

November 11, 2003

BONDED THRU TROY FAIN INSURANCE, INC.

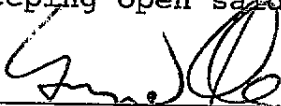
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE  
NAMING AGENT UPON WHOM SERVICE MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act.

First: That V.F.W. and Associates, Inc., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at 6441 N.W. 54 Street, Lauderhill, Florida 33319 and W. GEORGE ALLEN, ESQ., of 800 Southeast Third Avenue, Penthouse Suite, Fort Lauderdale, Florida 33316, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

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

  
\_\_\_\_\_  
W. GEORGE ALLEN, ESQ.  
Registered Agent