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Division of Corporations

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To:
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From:
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Phone : (850) 385-6735
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FLORIDA PROFIT CORPORATION OR P.A.

VIP ELITE SERVICES, INC.

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$70.00

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B. McKnight MAY - 3 2000

**ARTICLES OF INCORPORATION
OF
VIP ELITE SERVICES, INC.**

WE, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE ONE

The name of the corporation shall be **VIP ELITE SERVICES, INC.** The duration of existence of this corporation shall be perpetual, or until such time as said corporation is by due process of law, dissolved.

ARTICLE TWO

The general nature and objects of the business or businesses to be transacted by this corporation shall be the pursuit of, brokering in, employment in, engaging in, transacting in or any other endeavor associated with service related industries:

- (a) To buy, sell, lease or rent a building in which to carry on its lawful activities under the Articles of Incorporation.
- (b) To purchase, receive, lease or otherwise acquire, own, hold, improve, use and otherwise deal with real or personal property or any legal or equitable interest in property wherever located.
- (c) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange and otherwise dispose of all or any part of its property.
- (d) To lend money to, and use its credit to assist its officers and employees in accordance with Florida Statute 607.0833.
- (e) To purchase, receive, subscribe for, or otherwise acquire, own, hold, vote, use, sell, mortgage, lend, pledge or otherwise dispose of, and deal in and with shares or other interests in, or obligations of, any other entity;

Prepared by:
James D. Haley, FLBar #928569
2122 Hollywood Blvd.
Hollywood, FL 33020
954-922-7002, fax 954-925-0094

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- (f) To make contracts and guarantees, incur liabilities, borrow money, issue its notes, bonds and other obligations (which may be converted into or include the option to purchase other securities of the corporation), and secure any of its obligations by mortgage or pledge of any of its property, franchises and income and make contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion or attainment of the business of a corporation the majority of the outstanding stock of which is owned, directly or indirectly, by the contracting corporation, a corporation which owns, directly or indirectly, a majority of the outstanding stock of the contracting corporation; or a corporation the majority of the outstanding stock of which is owned, directly or indirectly, by a corporation which owns, directly or indirectly, the majority of the outstanding stock of the contracting corporation, which contracts of guaranty and suretyship shall be deemed to be necessary or convenient to the conduct, promotion or attainment of the business of the contracting corporation, and make other contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion or attainment of the business of the contracting corporation;
- (g) To lend money, invest and reinvest its funds; and receive and hold real and personal property as security for repayment;
- (h) To make donations for the public welfare or for charitable, scientific or educational purposes;
- (i) To transact any lawful business that will aid governmental policy;
- (j) To make payments or donations or do any other act not inconsistent with law that furthers the business and affairs of the corporation;
- (k) To pay pensions and establish pension plans, pension trusts, profit-sharing plans, share bonus plans, share option plans, and benefit or incentive plans for any or all of its current or former directors, officers, employees and agents and for any or all of the current or former directors, officers, employees and agents of its subsidiaries;
- (l) To provide insurance for its benefit on the life of any of its directors, officers or employees or on the life of any shareholder for the purpose of acquiring at his death shares of its stock owned by the shareholder or by the spouse or children of the shareholder; and
- (m) To be a promoter, incorporator, partner, member, associate or manager of any corporation, partnership, joint venture, trust or other entity.

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ARTICLE THREE

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 Shares of Common Stock par value of one Dollar per share.

ARTICLE FOUR

The amount of capital with which this corporation will begin business is \$100.00:

ARTICLE FIVE

The initial post office address of this corporation shall be located at 19901 E. Country Club Dr., Apt. 101, Aventura, Florida 33180 and the corporation may have such other places of business, both within and without the State of Florida, or in foreign countries, as may be determined by the Board of Directors.

ARTICLE SIX

The business of the corporation shall be conducted by a Board of Directors of not less than one (1) nor more than five (5) Directors; the exact number of Directors and their salaries shall be fixed by the By-Laws of the corporation.

ARTICLE SEVEN

The names and post office addresses of the first Board of Directors of the corporation who shall hold office until the organizational meeting of this corporation and until their successors are elected and have qualified, are as follows:

1. President / Melissa Kaufman 19901 E. Country Club Dr., Apt. 101, Aventura, FL 33180

ARTICLE EIGHT

The name and post office addresses of the first officers of the corporation who shall hold office until the organizational meeting of this corporation and until their successors are elected and have qualified are as follows:

1. President / Melissa Kaufman 19901 E. Country Club Dr., Apt. 101, Aventura, FL 33180

Specific provisions for the regulation and government of this corporation are as follows:

1. The annual meeting of the stockholders and Board of Directors of this corporation shall be fixed by the By-Laws.
2. Any meeting of the stockholders and Board of Directors may be held within or

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without the State of Florida.

3. The officers of the corporation shall be a president, and such other officers as the Board of Directors may deem necessary. Any one person may hold two of the said offices.

4. 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 stockholders meeting by a majority of the stockholders entitled to vote thereon.

5. Any Director, Officer or Agent elected by the stockholder, or by the Board of Directors, may if the By-Laws of the corporation so provide be removed at any time with or without cause, or with or without notice, in such a manner as provided by the By-Laws of the corporation.

ARTICLE NINE

The street address of the initial registered office of this corporation is and the name of the initial registered agent of this corporation is James D. Haley, P.A., a Florida Corporation located at 2122 Hollywood Blvd., Hollywood, FL 33020.

ARTICLE TEN

The Board of Directors from time to time, shall determine whether and to what extent and what time and place, and under what conditions and regulations and accounts and books of the corporation or any of them, shall be opened to inspection of the stockholders and no stockholder shall have the right to inspect any account or document of the corporation except permitted by statute or Board of Directors or by resolution of the stockholders.

ARTICLE ELEVEN

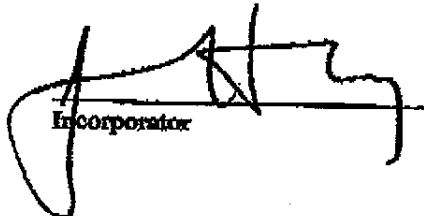
The name and address of the Incorporator signing these articles is:

James D. Haley
President, James D. Haley, P.A., a Florida corporation,
2122 Hollywood Blvd., Hollywood, FL 33020

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IN WITNESS WHEREOF, the undersigned have made and subscribed to the Articles of Incorporation of **VIP ELITE SERVICES, INC.** at Hollywood, Florida, this 27 day of ^{May} ~~April~~, 2000.

James D. Haley, P.A.
2122 Hollywood Blvd.
Hollywood, FL 33020
By James D. Haley, President


Incorporator

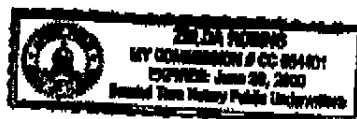
STATE OF FLORIDA

COUNTY OF BROWARD

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared James D. Haley, known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that (s)he executed the same, that I relied upon the following form of identification of the above-named person Florida Driver's License and that an oath was/was not taken.

WITNESS my hand and official seal in the County and State last aforesaid this 27 day of ^{May} ~~April~~, 2000.


Notary Public



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**CERTIFICATE DESIGNATING PLACE OF BUSINESS
DOMICILE FOR THE SERVING OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 617.0501, Florida Statutes, the following is submitted:

First that VIP ELITE SERVICES, INC., desiring to organize or qualify under the laws of the State of Florida, has named James D. Haley, P.A., a Florida corporation, located at 2122 Hollywood Blvd., Hollywood, Florida 33020 its agent to accept service of process within Florida.

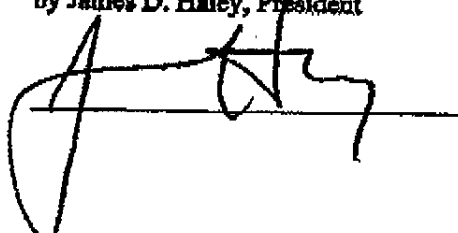
^{May 2}
DATED: ~~April 27~~, 2000 _____


James D. Haley, P.A.
James D. Haley, President

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. I further agree to comply with the provisions of all Statutes relative to the proper performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

^{May 2}
DATED: ~~April 27~~, 2000

James D. Haley, P.A.
by James D. Haley, President



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