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Florida Department of State  
Division of Corporations  
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To:

Division of Corporations  
Fax Number : (850) 922-4001

From:

Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 541-3694  
Fax Number : (305) 541-3770

**FLORIDA PROFIT CORPORATION OR P.A.**

**VA EXPRESS CORP.**

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION

OF

VA EXPRESS CORP.

ARTICLE I- NAME

The name of the corporation is Va Express Corp.

ARTICLE II- ADDRESS

The principal office or mailing address of this corporation shall be located at:

VA Express Corp.  
c/o Alfonso J. Perez, Esquire  
100 S. Biscayne Blvd., Suite 800  
Miami, FL 33131

ARTICLE III- DURATION

This corporation shall exist in perpetuity.

ARTICLE IV- PURPOSE

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and Florida.

ARTICLE V- INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 100 S. Biscayne Blvd., Suite 800, Miami, FL 33131 and the name of the registered agent of this corporation is Alfonso J. Perez, Esquire.

ARTICLE VI- CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock which shall be designated "Common Shares."

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**H000 0002 882 4****ARTICLE VII- INITIAL BOARD OF DIRECTORS**

This corporation shall have five 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. The names and addresses of the initial directors and officers of this corporation are:

President, Secretary and Director: Monica Fallone  
Director: Giuseppe Fallone  
Director: Maria Luigina Polito De Fallone  
Director: Stefania Fallone  
Director: Luis Eduardo Mancera

**ARTICLE VIII- INCORPORATOR**

The name and address of the person signing these Articles is:  
Alfonso J. Perez, Esquire, 100 S. Biscayne Blvd., Suite 800, Miami, FL 33131.

**ARTICLE IX- BY-LAWS**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

**ARTICLE X- POWERS**

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

**ARTICLE XI- INDEMNIFICATION**

This corporation shall indemnify any former officer or director, to the full extent permitted by law.

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ARTICLE XII- AMENDMENT

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

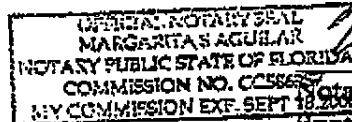
IN WITNESS WHEREOF, the undersigned subscribed has executed these Articles of Incorporation this 24 day of May, 2000.

  
ALFONSO J. PEREZ, ESQUIRE  
Incorporator

STATE OF FLORIDA  
SS  
COUNTY OF MIAMI-DADE

BEFORE ME, the undersigned authority, personally appeared ALFONSO J. PEREZ, to me well known, and known to me to be the individual described in and who executed the foregoing instrument as subscribed hereto.

WITNESS my hand and official seal this 24<sup>th</sup> day of May, 2000.



  
Notary Public, State of Florida  
Printed Name:

My commission expires:

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DESIGNATION OF REGISTERED AGENT

Pursuant to Chapters 48.091 and 607.034, Florida Statutes, the following is submitted in compliance with the requirements and made a part of the Articles of Incorporation of the corporation.

That, VA EXPRESS CORP., desiring to organize under the Laws of the State of Florida, with its registered office and agent as indicated in the Articles of Incorporation, has named Alfonso J. Perez, Esquire, as its Registered Agent to accept service of process within this State.

Acceptance of appointment as  
Registered Agent

  
ALFONSO J. PEREZ, Esquire

This instrument prepared by:

Alfonso J. Perez, Esquire  
100 S. Biscayne Boulevard  
Suite 800  
Miami, FL 33131  
FBN: 220426

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