

P00000053812

Requester's Name

DeFABIO AND PERRI
SUITE 43
2121 PONCE DE LEON BLVD
CORAL GABLES FLA 33134

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

600003266476--9
-05/25/00--01039--022
122.50 **78.75

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS

- Profit
 Not for Profit
 Limited Liability
 Domestication
 Other

AMENDMENTS

- Amendment
 Resignation of R. A., Officer/Director
 Change of Registered Agent
 Dissolution/Withdrawal
 Merger

OTHER FILINGS

- Annual Report
 Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
 Limited Partnership
 Reinstatement
 Trademark
 Other

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
00 MAY 25 AM 9:56
FILED

T BROWN JUN - 5 2000
Examiner's Initials

6

ARTICLES OF INCORPORATION

OF

VCG NATURAL RESOURCES DEVELOPMENT CORP.

FILED
03 MAY 25 AM 9:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporators of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation

ARTICLE I

NAME OF CORPORATION

The name of the corporation shall be VCG Natural Resources Development Corp.

ARTICLE II

DURATION

This corporation is to have perpetual existence.

ARTICLE III

NATURE OF BUSINESS

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

CAPITAL STOCK

The corporation is authorized to issue Five Hundred (500) shares of all one class at one (\$1.00) Dollar each par value. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE V

CORPORATE ADDRESS

The initial street address in the State of Florida of the principal office of this corporation is as follows:

2121 Ponce de Leon Boulevard
Suite 430
Coral Gables, Florida 33134

ARTICLE VI

INITIAL REGISTERED AGENT

The initial Registered Agent of this corporation is as follows:

GEORGE J. DeFABIO, ESQ.
2121 Ponce de Leon Boulevard
Suite 430
Coral Gables, Florida 33134

ARTICLE VII

INITIAL BOARD OF DIRECTORS

This corporation shall have three Directors initially. The number of Directors may be either increased or decreased from time to time by an amendment of By-Laws of the corporation in the manner provided by law, but shall never be less than one.

| <u>NAME</u> | <u>ADDRESS</u> |
|-------------------|---|
| VICTOR ENAHORO | 1255 S.W. 101 Terrace Pembroke Pines, FL 33025 |
| GEORGE J. DeFABIO | 4420 S.W. 62 Avenue Miami, FL 33155 |
| CHIDI ENAHORO | 1255 S.W. 101 Terrace Pembroke Pines, FL 33025 |

ARTICLE VIII

INCORPORATORS

The name and address of the Incorporators signing these Articles of Incorporation are:

| <u>NAME</u> | <u>ADDRESS</u> |
|-------------------|---|
| VICTOR ENAHORO | 1255 S.W. 101 Terrace Pembroke Pines, FL 33025 |
| GEORGE J. DeFABIO | 4420 S.W. 62 Avenue Miami, FL 33155 |
| CHIDI ENAHORO | 1255 S.W. 101 Terrace Pembroke Pines, FL 33025 |

ARTICLE IX

AMENDMENT OF BY-LAWS

The power to adopt, alter, amend, or repeal the By-Laws of this corporation shall be vested in the Board of Directors and shall be by majority vote.

ARTICLE X

INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE XI

INFORMAL ACTION OF DIRECTORS

If all the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation and the writings evidencing their consent are filed with the Secretary of the corporation the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

REGISTERED AGENT CERTIFICATE


FILED
00 MAY 25 AM 9:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST - That **VCG NATURAL RESOURCES DEVELOPMENT CORP.** desiring to organize under the laws of the State of Florida, with its principal offices as indicated in the Articles of Incorporation, in the City of Miami, County of Dade, State of Florida, has named GEORGE J. DeFABIO, located at 2121 Ponce de Leon Boulevard, Suite 430, Coral Gables, Florida, as its Registered Agent to accept service of process.

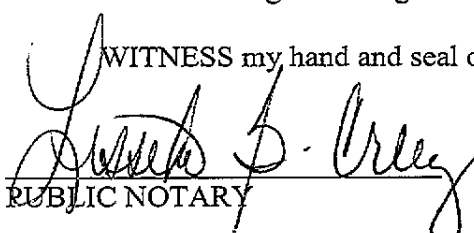
ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at the 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 said office open.

BY: 
GEORGE J. DeFABIO

STATE OF FLORIDA)
)
COUNTY OF DADE)

I HEREBY CERTIFY that on this day before me, a Notary Public, and duly authorized in the State and County above named to take acknowledgements, personally appeared GEORGE J. DeFABIO, to me well known to be the person described in and who executed the Registered Agent Certificate.

WITNESS my hand and seal on this 17th day of May, 2000.

PUBLIC NOTARY

My Commission Expires:

