

**TJ ROPP ACCOUNTING
SERVICES INC.**

P.O. Box 5887 • Sarasota, FL 34277 • 941-377-7474 • Fax: 378-0346

PO0000087610

September 10, 2000

Divisions of Corporations
PO Box 6327
Tallahassee, FL 32314

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-09/15/00--01032--025
*****70.00 *****70.00

RE: VCB Enterprises, Inc.

Sir or Madam:

Enclosed are the incorporation documents for the above Corporation. Also enclosed is our check for \$ 70.00 to cover the fees. Please forward these papers to:

TJ Ropp Accounting Services Inc
4123 N Tamiami Trail
Suite # 207
Sarasota, FL 34234

Thank you and if you have any questions please feel free to contact us at 941-355-9781

Sincerely

John G Ropp

John G Ropp

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00 SEP 14 AM 11:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

gj 9/15

ARTICLES OF INCORPORATION OF

VCB Enterprises, Inc.

ARTICLE I - Name

The name and address of the Corporation is:

VCB Enterprises, Inc.
5726 Cortez Road West
Suite # 165
Bradenton, Fl 34210

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II - Existence

This Corporation shall commence existence on the date of execution and acknowledgement of these articles.

ARTICLE III - Purpose

The general purpose for which this Corporation is organized shall be the transacting of any or all lawful business which corporations may be incorporated under the provisions of Chapter 607, Florida Statutes.

ARTICLE IV - Capital Stock

This Corporation is authorized to issue 500 shares of common stock, each having a par value of \$ 1.00.

ARTICLE V - Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 4523- 30th St W, Suite # 103, Bradenton, Fl. 34207 and the name of the initial registered agent of this Corporation at that address is Vincent C. Bishop.

ARTICLE VI - Initial Board of Directors

This Corporation shall have two (2) directors initially. The number of directors may be increased or decreased from time to time by the By-Laws, but there shall always be at least one director. The name and address of the initial directors are:

Vincent C. Bishop	4208 Coconut Terrace, Bradenton, Fl 34210
Donna L Harris	4208 Coconut Terrace, Bradenton, Fl 34210

ARTICLE VII – Incorporator

The name and address of the person signing these Articles of Incorporation is: Vincent C Bishop, 4208 Coconut Terrace, Bradenton, Fl 34210.

ARTICLE VIII – By-Laws

The power to adopt, alter, amend or repeal By-Laws of this Corporation shall be vested in either the Board of Directors, or the Shareholders; provided, however, the Board of Directors may not alter, amend or repeal any By-Laws adopted by the Shareholders if the Shareholders specifically provide that the By-Law is not subject to alteration, amendment or repeal by the Board of Directors.

ARTICLE IX – Idemnification

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


VINCENT C. BISHOP

STATE OF FLORIDA

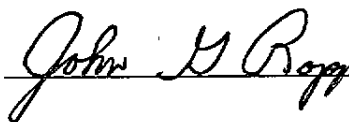
County of Sarasota

The foregoing instrument was acknowledged before me on this 11th day
SEPTEMBER, 2000.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 SEP 14 AM 11:32

FILED



ACCEPTANCE

The undersigned, having been designated in the foregoing Articles of Incorporation as Registered Agent, hereby agrees to accept said designation.


VINCENT C. BISHOP