

P10000095759
ALEXIS GRAUPERA

18265 SW 264 STREET
HOMESTEAD, FLORIDA 33031
(305) 248-0433

October 6, 2000

Dept. of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: *New Corporation: VICTALEX, INC.*

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-10/10/00--01047--018
*****87.50 *****87.50

Dear Sir or Madame:

Please find enclosed herewith the following documents to file a Profit Corporation with the State of Florida:

1. Original and one copy of the Articles of Incorporation;
2. Check in the amount of \$87.50 representing filing fees for said request.

Please advise if I need anything further to establish the above corporation.

Also, please forward your package for new corporation information in order to complete this process.

Thank you for your attention to this matter.

Very truly yours,


ALEXIS GRAUPERA

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Encls.

T. Burch OCT 11 2000

ARTICLES OF INCORPORATION OF

VICTALEX, INC.

I, the undersigned incorporator, hereby make, acknowledge and file these Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I - NAME AND PRINCIPAL OFFICE ADDRESS

The name of this corporation shall be:

VICTALEX, INC.

and its principal office shall be temporarily located at:

**18265 SW 264 Street
Homestead, Florida 33031**

ARTICLE II - NATURE OF BUSINESS

The general purpose for which this corporation is organized is to transact any and all lawful business for which the corporation may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III - AUTHORIZED SHARES

The corporation shall be authorized to create and issue 1,000 shares of Common Stock having a par value of \$1.00 per share.

The whole or any part of the authorized shares of the Corporation may be issued for a consideration payable in cash or other property, tangible or intangible, or in labor or services actually performed for the Corporation having a value as is determined from time to time by the Board of Directors of the Corporation, not less than the par value of the stock so to be issued.

ARTICLE IV - DIRECTORS NAMES AND STREET ADDRESSES

The names and street addresses of the members of the first board of Directors who shall hold office until their successors have been duly elected or appointed and have qualified are as follows:

| NAME | STREET ADDRESS |
|-----------------|--|
| Alexis Graupera | 18265 Southwest 264th Street Homestead, Florida 33031 |

ARTICLE V - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is as follows:

| NAME | STREET ADDRESS |
|-----------------|--|
| Alexis Graupera | 18265 Southwest 264th Street Homestead, Florida 33031 |

The following additional provisions for the regulation of the business and for the conduct of the affairs of the corporation and creating, dividing, limiting and regulating the power of the Corporation, its stockholders and directors, are hereby adopted as a part of these Articles of Incorporation:

1. No person shall be required to own, hold or control stock in the Corporation as a condition precedent to holding an office in this Corporation.
2. The Board of Directors may prescribe a method or methods for replacement of lost certificates and prescribe reasonable conditions by way of security upon the issue of new certificates therefor.
3. In addition to other powers granted by these Articles of Incorporation and by law, the Corporation shall have power to adopt By-Laws not inconsistent with law or these Articles of Incorporation, and to change, amend and repeal the same, for the exercise and government of its affairs and property, the transfer of its records of its stock or other securities, and the calling and holding of meetings of its stockholders. In no event, however, shall the By-Laws which may be adopted, or any provision thereof, limit in any way the powers or rights of the Corporation provided by the law and by these Articles of Incorporation.

4. The Board of Directors, by the affirmative vote of a majority of the directors then in office, and irrespective of any personal interest of any of its members, shall have authority to establish reasonable compensation of all directors for services to the Corporation as directors, officers, or otherwise.

5. The Corporation shall indemnify any officer or director, or any former officer of director, to the fullest extent permitted, by law.

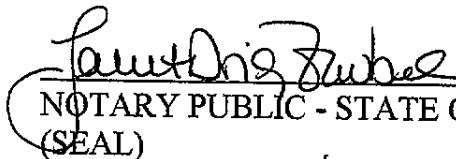
IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation at Miami, Florida for uses and purposes aforesaid, this 30th day of September, 2000.


ALEXIS GRAUPERA, Incorporator

STATE OF FLORIDA)
 : SS
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority, appeared ALEXIS GRAUPERA, to me personally known; or [] who produced _____ as identification, who after first being duly sworn stated that he is the person subscribing to the above and foregoing Articles of Incorporation, and who freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Miami-Dade County, Florida, this 30th day of September, 2000.


NOTARY PUBLIC - STATE OF FLORIDA
(SEAL)

or Print Name: Janet Doig-Zimbelmann
Commission No.:
Expiration No.:


JANET DOIG-ZIMBELMANN
Notary Public, State of Florida
My comm. exp. Dec. 18, 2002
Comm. No. CC789939

RESIGNATION AND ACCEPTANCE


OF

REGISTERED AGENT

PURSUANT to Chapters 48.091 and 607, Florida Statutes, **VICTALEX, INC.**, having filed its Articles of Incorporation contemporaneously herewith, with its principal offices as indicated therein temporarily located at 18265 Southwest 264th Street, Homestead, Florida 33031, has named ALEXIS GRAUPERA, whose address is 18265 Southwest 264th Street, Homestead, Florida 33031, as its Registered Agent to accept service of process within this State.


ALEXIS GRAUPERA, Incorporator
18265 Southwest 264th Street
Homestead, Florida 33031

HAVING been named as registered agent to accept service of process for the above stated corporation, at the location designated herein, I hereby accept to act in this capacity, and agree to comply with the laws of Florida applicable thereto.


ALEXIS GRAUPERA
18265 Southwest 264th Street
Homestead, Florida 33031