

PO00000115933  
MICHAEL B. FEILER, P.A.

122 MINORCA AVE.  
CORAL GABLES, FL 33134

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EMAIL: MBFN@AOL.COM

December 13, 2000

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

800003502688--1  
-12/15/00--01085--004  
\*\*\*\*122.50 \*\*\*\*78.75

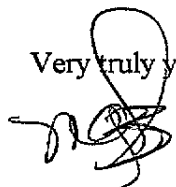
**RE: VMR Distributers, Inc.**

Dear Sir/Madam:

Enclosed is the original and one copy of the Articles of Incorporation and Designation and Acceptance of Registered Agent for the above-named proposed Florida corporation. Also enclosed is a check in the amount of \$122.50 representing the fee for filing, certified copy and certificate of status.

Thank you for your assistance in this matter.

Very truly yours,

  
Michael B. Feiler

MICHAEL B. FEILER  
Signed in absence  
to avoid delay

FILED  
00 DEC 15 AM 10:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MBF/mg  
Enclosures

gy 4/20

ARTICLES OF INCORPORATION OF VMR DISTRIBUTERS, INC.

ARTICLE I. CORPORATE NAME

The name of this corporation is VMR DISTRIBUTERS, INC.

ARTICLE II. CORPORATE PURPOSE

This is a Florida corporation which will engage in general business.

ARTICLE III. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation are

122 Minorca Avenue  
Coral Gables, FL 33134

ARTICLE IV. CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is ONE HUNDRED.

ARTICLE V. INCORPORATOR/INITIAL REGISTERED AGENT

The name and address of the incorporator/initial registered agent are:

MICHAEL B. FEILER, ESQ.  
122 Minorca Avenue  
Coral Gables, FL 33134

ARTICLE VI. INITIAL DIRECTOR

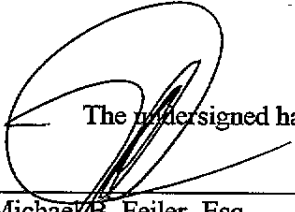
The names and street addresses of the initial Directors of the corporation, who shall serve until such time as he is replaced by corporate resolution or otherwise is:

RICHARD GONZALEZ and MICHELLE GONZALEZ  
122 Minorca Avenue  
Coral Gables, FL 33134

VALENTIN SANCHEZ  
13150 SW 71 Avenue  
Miami, FL 33156

SIGNATURE

The undersigned has executed these articles on 12/7/00

  
Michael B. Feiler, Esq.  
Incorporator

FILED  
00 DEC 15 AM 10:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

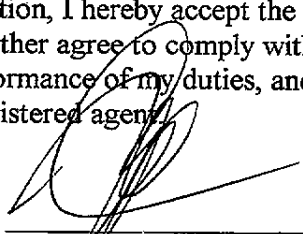
### DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

Pursuant to the provisions of F.S. 607.0501, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered in the State of Florida.

1. The name of the corporation is VMR DISTRIBUTERS, INC.
2. The name of the registered agent is MICHAEL B. FEILER, ESQ.
3. The address of the registered agent/registered office is 122 Minorca Avenue, Coral Gables, Florida 33134

### ACCEPTANCE

Having been named as registered agent and designated to accept service of process for the above corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
By: MICHAEL B. FEILER, ESQ.

Date: 12/7/00

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00 DEC 15 AM 10:58  
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