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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Re: Incorporation of Victory LADS

Enclosed are the original and one copy of the articles of incorporation and certificate of designation, registered agent/registered office for the above-named proposed Florida corporation. Also enclosed is a check in the amount of \$78.75, representing the fees for filing and a certified copy. To help simplify the process, enclosed is a stamped, self-addressed envelope. We request that the effective date of incorporation be July 23, 2001.

Thank you for your assistance in this matter.

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-07/30/01--01098--010
*****78.75 *****78.75

Yours truly,

Avon R. Beasel

Enclosures

VICTORY LADS
8601 WILKITA PL
ORLANDO, FL
32827

NOV 1 2001

**ARTICLES OF INCORPORATION
OF
VICTORY LADS, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation shall be:

Victory Lads, Inc.

The principal place of business and street address of this corporation shall be **8601 Wichita Place, Orlando, Florida 32827** and the mailing address of the corporation shall be **8601 Wichita Place, Orlando, Florida 32827**.

ARTICLE II: NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III: CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of common stock having a one dollar (\$1.00) par value per share.

ARTICLE IV: REGISTERED AGENT AND ADDRESS

The street address of the registered agent of the corporation shall be **8601 Wichita Place, Orlando, Florida 32827**, and the name of the registered agent of the corporation at that address is **Aaron Boesch**.

ARTICLE V: TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI: DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have three (3) Directors, initially. The names and street addresses of the initial members of the Board of Directors are:

Darin Farr, 333 Sonoma Sally Circle, Orlando, Florida 32835
Aaron Boesch, 8601 Wichita Place, Orlando, Florida 32827
JoNathan Williams, 2 Redwood Drive, Davenport, Florida 33837

ARTICLE VII:

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

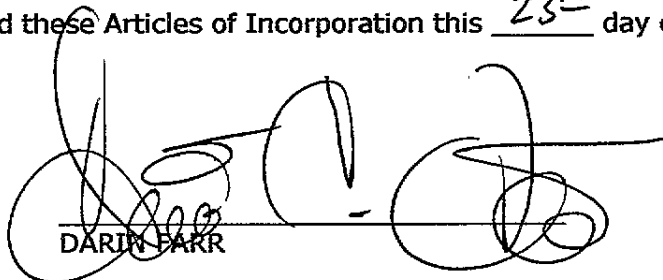
Darin Farr, 333 Sonoma Sally Circle, Orlando, Florida 32835/President
Aaron Boesch, 8601 Wichita Place, Orlando, Florida 32827/Vice President
JoNathan Williams, 2 Redwood Drive, Davenport, Florida
33837/Secretary/Treasurer

ARTICLE VIII: INCORPORATORS

The names and addresses of the incorporators to these Articles of Incorporation are:

Darin Farr, 333 Sonoma Sally Circle, Orlando, Florida 32835
Aaron Boesch, 8601 Wichita Place, Orlando, Florida 32827
JoNathan Williams, 2 Redwood Drive, Davenport, Florida 33837

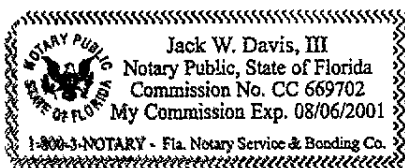
The undersigned have executed these Articles of Incorporation this 23rd day of July, 2001.


DARIN FARR

STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State of Florida and in Seminole County to take acknowledgements, personally appeared DARIN FARR, who revealed identification in the form of his Florida driver's license and who executed the foregoing instrument and acknowledged before me that he executed the same voluntarily.

WITNESS my hand and official seal in the County and State last aforesaid this 23 day of July, 2001.



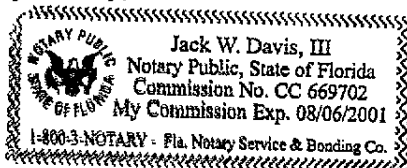
NOTARY PUBLIC
State of Florida

AARON BOESCH

STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State of Florida and in Seminole County to take acknowledgements, personally appeared AARON BOESCH, who revealed identification in the form of his Florida driver's license and who executed the foregoing instrument and acknowledged before me that he executed the same voluntarily.

WITNESS my hand and official seal in the County and State last aforesaid this 23 day of July, 2001.



NOTARY PUBLIC
State of Florida

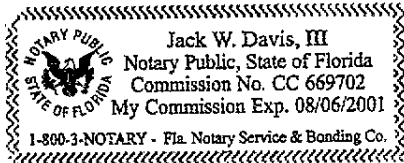
JONATHAN WILLIAMS

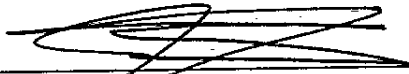
STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State of Florida and in Seminole County to take acknowledgements, personally appeared JONATHAN WILLIAM, who revealed identification in the form of his Florida driver's license

and who executed the foregoing instrument and acknowledged before me that he executed the same voluntarily.

23rd WITNESS my hand and official seal in the County and State last aforesaid this day of July, 2001.




NOTARY PUBLIC
State of Florida

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

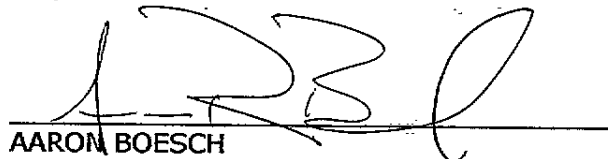
**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida:

1. The name of the corporation is **Victory Lads, Inc.**
2. The name of the registered agent is **Aaron Boesch.**
3. The address of the registered agent/registered office is **8601 Wichita Place, Orlando, Florida 32827.**

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.

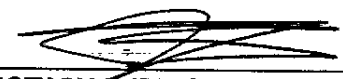

AARON BOESCH

STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State of Florida and County of Seminole to take acknowledgements, personally appeared AARON BOESCH, who revealed his identification in the form of his Florida driver's license and who executed the foregoing instrument and acknowledged before me that he executed the same voluntarily.

23rd WITNESS my hand and official seal in the County and State last aforesaid this day of July, 2001.

(SEAL)  Jack W. Davis, III
Notary Public, State of Florida
Commission No. CC 669702
My Commission Exp. 08/06/2001
1-800-3-NOTARY - Fla. Notary Service & Bonding Co.


NOTARY PUBLIC
State of Florida