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Florida Department of State
Division of Corporations
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01 AUG 28 11:10:26
SECRETARY OF STATE
DIVISION OF CORPORATIONS

FLORIDA PROFIT CORPORATION OR P.A.

VILROD CORPORATION

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION
OF
VILROD CORPORATION

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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

ARTICLE I

The name of the corporation shall be: VILROD CORPORATION.

ARTICLE II

The general nature of the business is to engage in any lawfull activity permitted under the Constitution and Statutes of the State of Florida, or any other state, country, territory or Nation.

ARTICLE III

The total number of shares authorized is 60 shares of common stock without par value, which stock shall be fully paid and non assessable. Such stock may be issued by the corporation from time to time for such consideration as may be fixed by the Board of Directors thereof, and may be paid for in cash, labor or service.

ARTICLE IV

The number of shares with which this corporation shall commence business is 60 shares of common stock without par value, and the amount of capital with which this corporation shall not be less than \$ 500.00

ARTICLE V

The corporation shall continue perpetually, unless sooner dissolved according to the law.

ARTICLE VI

The corporation's principal office shall be located at: 305 Harbor Drive, Key Biscayne, Florida 33149 and the name of the initial Registered Agent is: Glenda de Villamizar, Located at: 305 Harbor Drive, Key Biscayne, Florida 33149.

Prepared by: CP. Pedro M. Rodriguez - Public Accountant & Tax Specialist
18048 S.W. 154 Court, Miami, FL 33187-6253

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ARTICLE V II

The business of the corporation shall be conducted by a Board of Directors, the number of which shall be fixed by the stockholders at any regular or called meeting, but the number of directors shall not be less than one nor more than seven. A majority of the Board shall constitute a quorum. The members of the Board of Directors shall be elected at the annual meeting of the stockholders, and the several officers, as the case may be, provided for in the by-laws, shall be elected by the Board of Directors at a meeting held immediately after the adjournment of the annual stockholders meeting.

ARTICLE VIII

The names and post office address of the members of the first Board of Directors, who, subject to the provisions of this certificate of incorporation, the by-laws of the corporation and the Statutes of the State of Florida, shall hold office for the first year of the corporation's existence, or until their successors have been elected and qualified are as follow;

Glenda de Villamizar
305 Harbor Drive
Key Biscayne, FL 33149

ARTICLE IX

The proceeds of the stock subscribed for will be at least as much as the amount necessary to begin business. The names and place of residence of the subscribers to the capital stock and the number of shares subscribed for by each are as follows:

Glenda de Villamizar, 60 shares
305 Harbor Drive
Key Biscayne, FL 33149

X ARTICLE

The names and post office address of the officers, who subject to the provisions of this certificate of incorporation, the by-laws of the corporation and the Statutes of the State of Florida, shall hold office for the first year of the corporation's existence, or until their successors have been elected and qualified are as follows:

Omar Villamizar, President
305 Harbor Drive
Key Biscayne, FL 33149

Glenda de Villamizar, Secretary/Treasury
305 Harbor Drive
Key Biscayne, FL 33149

Prepared by: CP. Pedro M. Rodriguez - Public Accountant & Tax Specialist
18048 S.W. 154 Court, Miami, Florida 33187-6253

ARTICLE XI

The corporation reserves the right to ammend or repeal any provisions contained in these Articles of Incorporation or any Amendments hereto and any writing inferred upon the shareholders shall be subject to this revision.

ARTICLE X II

The names and street addresses of the incorporators to these articles of incorporation are:

Glenda de Villamizar
305 Harbor Drive
Key Biscayne, FL 33149

ARTICLE XIII

The name and address of the subscriber to these Articles of Incorporation is:

Glenda de Villamizar
305 Harbor Drive
Key Biscayne, FL 33149

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the state of Florida.

The name of the corporation is

VILROD CORPORATION

The name and the address of the registered agent office is:

**GLENDA de VILLAMIZAR
305 Harbor Drive, Key Biscayne, FL 33149**

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 ACCEPT THE DUTIES AND OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature:

Glenda de Villamizar

By Glenda de Villamizar (Registered Agent)

Date:

August 25th/2001

01 AUG 29 AM 10:26
STATE OF FLORIDA
DIVISION OF CORPORATIONS

Prepared by: CP. Pedro M. Rodriguez - Public Accountant & Tax Specialist
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