

PO1000100389
MAXWELL TAX & ACCOUNTING, INC.

Financial Planning
Income Tax Preparation
Small Business Accounting

410 - 43rd St. W., Suite H
Bradenton, Florida 34209
941-747-8100
Fax 941-747-9138

October 12, 2001

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-10/15/01--01071--021
****131.25 *****87.50

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

RE: Incorporation of V M G Investments, Inc.

Dear Sir or Madam:

Please file the enclosed Articles of Incorporation for the above referenced corporation. I have also enclosed a check in the amount of \$ 131.25 which is for the following :

\$ 35.00 Filing Fee
52.50 Certified Copy of Articles of Incorporation
35.00 Registered Agent
8.75 Certificate of Status

\$ 131.25 Total

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

If there are any questions please call me at 941-747-8100.
Thank you for your attention to this matter.

Sincerely,

RDM
Ronald D Maxwell, E.A.

BS
10/16/01

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
V. M. G. INVESTMENTS, INC.

The undersigned incorporators, for the purpose of forming a corporation under the Florida General Corporation Act hereby adopt the following articles of incorporation:

ARTICLE ONE

NAME

The name of the corporation is V.M.G. Investments, Inc.

ARTICLE TWO

DURATION

The term of the existence of the corporation is perpetual.

ARTICLE THREE

PURPOSE

The corporation may transact any and all lawful business for

which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR

CAPITAL STOCK

The aggregate number of shares that the corporation has authority to issue is Five Hundred (500), all of which will be common shares with par value of One Dollar (\$1.00) per share.

ARTICLE FIVE

REGISTERED OFFICE - PRINCIPAL OFFICE

The street address of the initial registered office of the corporation is 114 Tidy Island Bradenton, FL 34210.

The address of the principal office is 114 Tidy Island Bradenton, FL 34210. The name of the initial registered agent at that address is Ralph Garrabrant.

ARTICLE SIX

DIRECTORS

The initial board of directors of the corporation shall consist of one (1) member.

The name and address of the first board of directors are:

| NAME | ADDRESS |
|---|--|
| RALPH GARRABRANT President/Vice-President Secretary/Treasurer | 114 Tidy Island Bradenton, FL 34210 |

ARTICLE SEVEN

INCORPORATORS

The name and address of the incorporator is:

| NAME | ADDRESS |
|------------------|--|
| RALPH GARRABRANT | 114 Tidy Island Bradenton, FL 34210 |

IN WITNESS WHEREOF, I have subscribed my name this

11th day of October, 2001.

Ralph Garrabrant
RALPH GARRABRANT, Incorporator

STATE OF FLORIDA)
)
COUNTY OF MANATEE)

On this 11th day of October, 2001, before me, the undersigned officers, personally appeared RALPH GARRABRANT known to me to be the person whose name is subscribed to the instrument within or has produced FL DL 6616-721-21-143-0 and acknowledged they executed the same for the purposes contained therein.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.



Joan L. McGaw
Notary Public
State of Florida

My commission expires:

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned 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: _____
V.M.G. INVESTMENTS, INC.

2. The name and address of the registered agent and office is:
Ralph Garrabrant

114 Tidy Island

Bradenton, FL 34210

Signature Ralph A Garrabrant
(corporate officer)

Title President

Date 10/11/01

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 and agree to the act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Signature Ralph A Garrabrant
(registered agent)

Date 10/11/01