

P02000059639

Oscar A. Vissoni
6121 S.W. 15th Court I
Pompano Beach, FL 33068
(954) 366-5276

May 28, 2002

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

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-05/30/02--01004--005
*****78.75 *****78.75

Re: VFE INC.

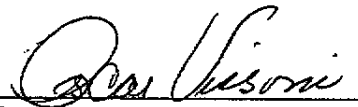
Dear Sir or Madam:

Enclosed are the followings:

1. An original and one copy of the Articles of Incorporation for the above corporation.
2. A check for \$78.75.
3. Certificate of registered agent designation.

Please process the Articles of Incorporation at your earliest convenience.

Sincerely yours,


OSCAR A. VISSONI
Incorporator

FILED
2002 MAY 29 AM 9:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

05-30-02

ARTICLES OF INCORPORATION
OF
VFE INC.

THE UNDERSIGNED, acting as incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation for such corporation.

ARTICLE I

The name of the corporation shall be: VFE INC.

ARTICLE II

The principal place of business and mailing address of this corporation shall be:
6121 S.W. 15th Court, Pompano Beach, Florida 33068.

ARTICLE III

The Corporation shall have the authority to issue 5,000 shares of common stock, all of one class, at one dollar par value.

ARTICLE IV

The number of director constituting its initial board of directors is 1, whose name and address is:
Oscar A. Vissoni, 6121 S.W. 15th Court, Pompano Beach, Florida 33068.

ARTICLE V

The name and street address of the initial registered agent is:
Oscar A. Vissoni, 6121 S.W. 15th Court, Pompano Beach, Florida 33068.

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ARTICLE VI

The name and street address of the incorporator to these Articles of Incorporation is:
Oscar A. Vissoni, 6121 S.W. 15th Court, Pompano Beach, Florida 33068.

ARTICLE VII

Preemptive rights shall be as follows:

The shareholders shall have the preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such shares of stock as may be issued from time to time, in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of the common stock held by the holder of common stock currently authorized and issued.


ARTICLE VIII

Unless otherwise provided in the corporation's Bylaws, no shares of the capital stock of this corporation may be transferred without the prior approval of the corporation's Board of Directors.

ARTICLE IX

The corporation shall indemnify its officers, directors and authorized agents for all liabilities incurred directly, indirectly or incidentally to services performed for the corporation, to the fullest extent permitted under Florida law existing now and hereinafter enacted.

THE UNDERSIGNED has executed these Articles of Incorporation this 28th day of May 2002.


OSCAR A. VISSONI
Incorporator

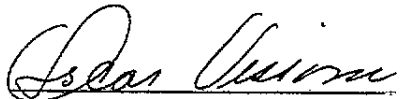
CERTIFICATION OF DESIGNATION
of
REGISTERED AGENT

Pursuant to the provision 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 agent, in the state of Florida.

The name of the corporation is: **VFE INC.**

The name and street address of the initial registered agent is:

Oscar A. Vissoni, 6121 S.W. 15th Court, Pompano Beach, Florida 33068.



OSCAR A. VISSONI

Incorporator


May 28, 2002

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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 AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



OSCAR A. VISSONI

Registered Agent

May 28, 2002