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TRANSMITTAL LETTER

FILED

02 JUL -8 PM 2:03

June 29, 2002

EFFECTIVE DATE

7/1/2002

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

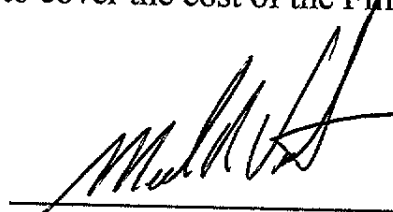
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

200006228922-16
-07/05/02--01071--015
*****87.50 *****87.50

SUBJECT: Victor Enterprises of Tampa, Inc.

Enclosed are an original and two (2) copies of the articles of incorporation and a check for \$87.50 to cover the cost of the Filing Fee, Certified Copy and Certificate of Status.

From:



Michael R. Victor
12206 N. Ola Ave.
Tampa, FL 33618
(813) 624-7411

EFFECTIVE DATE
7/1/2002

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ARTICLES OF INCORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OF

VICTOR ENTERPRISES OF TAMPA, INC.

I, the undersigned for the purpose of becoming a corporation under the laws of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liabilities, rights, privileges and immunities of corporations for profit, file these Articles of Incorporation.

ARTICLE I

The name of the corporation is:

VICTOR ENTERPRISES OF TAMPA, INC.

located at 12206 N.Ola Ave., Tampa, Florida 33618

ARTICLE II

The general nature of the business or the business to be transacted is as follows:

SECTION 1: To buy, sell, mortgage, lease, encumber, alienate, or otherwise deal in real property and to construct thereon, cause to be constructed thereon,

or otherwise improve real property or personal property, including the doing of any and all business and contracting incidental thereto or connected therewith and the doing and performing any and all acts or things necessary, proper or convenient for or incidental to furtherance of the carrying out of the powers and purposes herein mentioned.

SECTION 2: To engage in any commercial or industrial enterprise calculated or designed to be profitable to this corporation in conformity with the laws of the State of Florida.

SECTION 3: To generally engage in, do and perform any enterprise, act or vocation that a natural person might do or perform.

SECTION 4: To engage in and carry on any business or businesses and every act or deed pertaining thereto, either directly or indirectly, which is not prohibited by the Laws of the State of Florida, or in any other State in the United States or in any foreign country. To do any and all things necessary, suitable, useful, proper or admissible for the accomplishment of any one of the purposes or for the attainment of any of the objects or further exercise of the powers herein set forth, whether herein specified or not, either alone or in connection with other firms, individuals, or corporations, either in this state or throughout the United States and elsewhere.

ARTICLE III

The foregoing clauses shall be construed both as objects and powers, but no recitation, expression or declaration of specific or special powers or purposes herein enumerated shall be deemed to be exclusive, but it is hereby expressly declared that all other lawful powers not inconsistent herewith are hereby included.

ARTICLE IV

The corporation shall have the authority to issue 500 (Five hundred) Shares of Common Stock, each share to have a Par Value of One Dollar. The shares may be issued upon such terms as The Board of Directors may from time to time authorize. Any unissued stock or such additional authorized issue of new stock or of other securities convertible into stock may be issued and disposed of pursuant to resolution of the Board of Directors to

such other persons, firms, corporations or associations and upon such terms as may be deemed advisable by the Board of Directors in the exercise of their discretion.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V

The effective date of the Articles of Incorporation and the corporate entity

shall be July 1, 2002.

ARTICLE VI

The name and Florida Street address of the Registered Agent is:

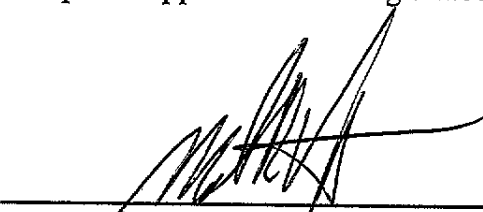
Mr. Michael R. Victor
12206 N. Ola Ave.
Tampa, FL 33618

ARTICLE VII

The name and Florida street address of the Sole Incorporator is:

Mr. Michael R. Victor
12206 N. Ola Ave.
Tampa, FL 33618

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity



Michael R. Victor, Registered Agent

6-29-02
Date



Michael R. Victor, Sole Incorporator

6-29-02
Date