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12192 Beach Blvd #11

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Pat, L. 32246

Office Use Only

ER(S), (if known):

- 1. _____ (Corporation Name) _____ (Document #)
- 2. Velocity Trends, Inc. _____ (Document #)
- 3. _____ (Corporation Name) _____ (Document #)
- 4. _____ (Corporation Name) _____ (Document #)

02 AUG 19 AM 10:25
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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- Walk in
- Pick up time _____
- Certified Copy
- Mail out
- Will wait
- Photocopy
- Certificate of Status

NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

Examiner's Initials

Articles of Incorporation

of

Velocity Trends, Inc.

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ARTICLE I

NAME

The name of the Corporation is **Velocity Trends, Inc.** The principal office address and the mailing address of said Corporation is 12192 Beach Boulevard #11 Jacksonville, Florida 32246.

ARTICLE II

DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III

PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may hereafter be amended.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue 7500 shares of no par value stock which shall be designated as "Common Stock".

ARTICLE V

PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 12192 Beach Boulevard #11 Jacksonville, Florida 32246 and the name of the initial registered agent of this corporation at that address is Odalys N. Tavaresoto.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) Directors constituting the initial Board of Directors. The board of directors shall be appointed by the corporation's shareholders. The number of directors may be either increased or decreased from time to time by the bylaws;

however, there shall never be less than one Director. The name and address of the initial Board of Directors of the corporation is:

Odalys N. Tavarezsoto
12192 Beach Boulevard #11
Jacksonville, Florida 32246

Esteban L. Tavarezsoto
12192 Beach Boulevard #11
Jacksonville, Florida 32246

ARTICLE VIII

INCORPORATORS

The name and address of the Incorporator signing these articles is:

Odalys N. Tavarezsoto
12192 Beach Boulevard #11
Jacksonville, Florida 32246.

ARTICLE IX

INDEMNIFICATION

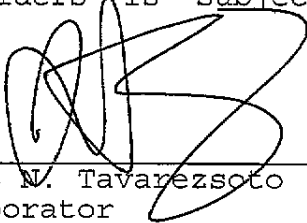
The Corporation shall, to the fullest extent permitted by the Florida Stock Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under the said provisions from and against any and all the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, vote of stockholders, or disinterested directors, or otherwise, both as to action in his or her official capacity and as to action while holding such office, and shall continue as to a person who has ceased to be a director,

officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

ARTICLE X

AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.



Odalys N. Tavarézso
Incorporator

STATE OF FLORIDA
COUNTY OF DUVAL

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above personally appeared Odalys N. Tavarézso, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 16th day of August of 2002.



David Leonard Sprouse

NOTARY PUBLIC - STATE OF FLORIDA
DAVID LEONARD SPROUSE
MY COMMISSION # DD 134257
EXPIRES: August 11, 2006
Bonded Thru Budget Notary Services

**CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF
AGENT UPON WHOM PROCESS MAY BE SERVED**

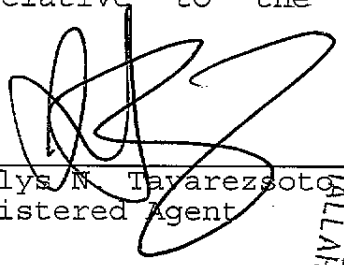
In compliance with Sections 48.091 and 607.034, Florida Statutes,
the following is submitted:

FIRST, that **Velocity Trends, Inc.** desiring to organize or
qualify under the laws of the State of Florida, with its
principle place of business at 12192 Beach Boulevard #11
Jacksonville, Florida 32246 has named Odalys N. Tavarézoto as
its agent to accept service or process within Florida.
Dated this 16th day of August of 2002.



Odalys N. Tavarézoto
Director

SECOND, that having been named to accept service of
process for the above named corporation, at the place
designated in this certificate, I hereby agree to act in
this capacity, and I further agree to comply with the
provisions of all statutes relative to the proper
performance of my duties.



Odalys N. Tavarézoto
Registered Agent

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02 AUG 19 AM 10:25
SECRETARY OF STATE
TALLAHASSEE FLORIDA