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TRANSMITTAL LETTER

August 30, 2002

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

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*****87.50 *****87.50

SUBJECT: Proposed Corporation

VILLAGE BUILDING AND DEVELOPMENT CORP.

Enclosed are an original and two (2) copies of the articles of incorporation for the above mentioned corporation and a check in the amount of \$87.50 to cover the following: Filing Fee, Designation of Registered Agent, Certified Copy of the articles, and a Certificate of Status.

Please contact me with any questions about this incorporation.

From:

**Riccardo Russillo
PO Box 2472
Palm Harbor, Florida 34682**

**Phone: 727-787-0407
Fax: 727-772-5924
Email: russillo@concentric.net**

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ARTICLES OF INCORPORATION
OF
VILLAGE BUILDING AND DEVELOPMENT CORP.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I
NAME

The name of the Corporation ("Corporation") is:

VILLAGE BUILDING AND DEVELOPMENT CORP.

ARTICLE II
INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the Corporation shall be located in Florida. The initial mailing address of the corporation shall be:

**PO Box 2472
Palm Harbor, Florida 34682**

ARTICLE III
SHARES

The maximum number of shares this Corporation is authorized to issue is 1000, no par value, all of which shall be Common Shares.

ARTICLE IV
INITIAL REGISTERED OFFICE AND AGENT

The street address of the Corporation's initial registered office is:

**258 Florida Avenue
Crystal Beach, Florida 34681**

The initial registered agent for the Corporation at that address is:

Riccardo Russillo

ARTICLE V
INITIAL BOARD OF DIRECTORS

The initial board of directors shall consist of one member. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. The name and mailing address of the person who will serve on the initial board of directors is:

Riccardo Russillo
PO Box 2472
Palm Harbor, Florida 34682

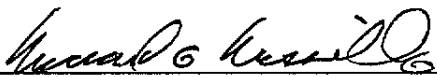
ARTICLE VI
INDEMNIFICATION

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

ARTICLE VII
INCORPORATOR

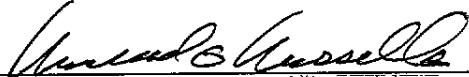
The name and address of the person signing these articles of incorporation is:

Riccardo Russillo
PO Box 2472
Palm Harbor, Florida 34682

 Date : 5-30-02
Riccardo Russillo, Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for **VILLAGE BUILDING AND DEVELOPMENT CORP.** at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position under F.S. 607.0501(3).

 Date : 8-30-02
Riccardo Russillo

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