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DIVISION OF CORPORATIONS

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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FLORIDA PROFIT CORPORATION OR P.A.

VICTORIA ENTERPRISE OF SOUTH FLORIDA, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF

VICTORIA ENTERPRISE OF SOUTH FLORIDA, INC.
2080 NORTH WEST 99TH AVENUE
PEMBROKE PINES, FLORIDA 33024

ARTICLE I

The name of the corporation is VICTORIA ENTERPRISE of South Florida, inc.
2080 NORTH WEST 99TH AVENUE, FLORIDA 33024

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of ONE DOLLAR (\$1.00) par value stock, which shall be designated as "COMMON STOCK".

ARTICLE IV - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 7447 NORTH WEST 57TH STREET TAMARAC, FLORIDA 33319, and the name of the initial registered agent of this corporation at this address is CARL S. FITTER.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have TWO director(s) initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial director(s) of this corporation is/are:

COURTNEY W. BRAMWELL
2080 NORTH WEST 99TH AVENUE
PEMBROKE PINES, FL 33024
MIAMI, FLORIDA 33176

CURLY B. BRAMWELL
2080 NORTH WEST 99TH AVENUE
PEMBROKE PINES, FL 33024
MIAMI, FLORIDA 33176

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ARTICLE VII - OFFICERS

The name and address of the initial officers of the corporation are:

PRESIDENT:

**COURTNEY W. BRAMWELL
2080 NORTH WEST 99TH AVENUE
PEMBROKE PINES, FLORIDA 33024**

VICE PRESIDENT:

**CURLY B. BRAMWELL
2080 NORTH WEST 99TH AVENUE
PEMBROKE PINES, FLORIDA 33024**

TREASURER:

**COURTNEY W. BRAMWELL
2080 NORTH WEST 99TH AVENUE
PEMBROKE PINES, FLORIDA 33024**

SECRETARY:

**CURLY B. BRAMWELL
2080 NORTH WEST 99TH AVENUE
PEMBROKE PINES, FLORIDA 33024**

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ARTICLE VIII - INCORPORATOR

The name and address of the person signing these ARTICLES is:

COURTNEY W. BRAMWELL
2080 NORTH WEST 99TH AVENUE
PEMBROKE PINES, FLORIDA 33024

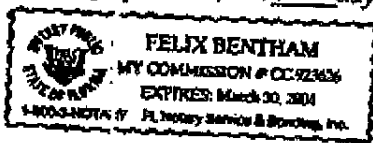
IN WITNESS THEREOF, the undersigned subscriber has executed these ARTICLES OF INCORPORATION on the 3RD of JUNE, 2002.

X 

(STATE OF FLORIDA
COUNTY OF BROWARD)

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County setforth above, personally appeared COURTNEY W. BRAMWELL known to me and known by me to be the person who executed the foregoing ARTICLES OF INCORPORATION, and he/she acknowledged before me that he/she executed those ARTICLES OF INCORPORATION.

IN WITNES WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County, foresaid, this 3RD day of JUNE, 2002.




NOTARY PUBLIC STATE OF FLORIDA

ACCEPTANCE OF RESIDENT AGENT

Having been named to accept service of process for the abovestated corporation at the place designated in this certificate. I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


RESIDENT AGENT: CARL S. PITTER

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