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From: Account Name : FAS-T CORP. AGENTS, INC.
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA**FLORIDA PROFIT CORPORATION OR P.A.****V & V FERNERIES CORPORATION**

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

V & V FERNERIES CORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: V & V FERNERIES CORPORATION

The principal place of business of this corporation shall be: 1667 Harper Road
Pierson, Fl. 32180

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: 100 Shares of no par value.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

Marcio Frederico & Dianachi Frederico	-1667 Harper Road	Pierson, Fl 32180
Isidro L. Castro	-1667 Harper Road	Pierson, Fl 32180
Isidro M. Castro	1667 Harper Rd.	Pierson, Fl. 32180

ARTICLE VI

And the name of the initial registered agent of this corporation at that address is:

Marcio Frederico - 1667 Harper Road Pierson, Fl. 32180

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have (4) Directors initially. The number of Directors may be increased or diminished in such a manner as may be prescribed by the by-laws but shall never have less than one (1) director.

ARTICLE VIII - INITIAL DIRECTORS

The name and street address of each member of the initial Board of Directors of this Corporation are:

	Name	Address
Pres.	Marcio Frederico	1667 Harper Road Pierson, Fl. 32180
Sec.	Dianachi A. Frederico	1667 Harper Road Pierson, Fl. 32180
V. Pres.	Isidro M. Castro	1667 Harper Road Pierson, Fl. 32180
Treas.	Isidro L. Castro	1667 Harper Road Pierson, Fl. 32180

ARTICLE IX - INDEMNIFICATION

This corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a director or officer of the corporation, and any person who serves at the request of this corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore or hereafter being a director or officer of the corporation, or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such Director or Officer, and shall reimburse each such person for legal and other expenses provided that no person shall be indemnified against, or reimbursed for any expenses incurred in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for negligence or willful misconduct in the performance of his duties.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled nor shall anything herein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specially herein provided for.

ARTICLE X - REMOVAL OF DIRECTORS

Any director of the entire Board may be removed with or without cause, by a vote of the holders of a majority of the shares then entitled to vote at an election of directors, at a special meeting of shareholders, called expressly for that purpose.

ARTICLE XI - INCORPORATORS

The name and address of each subscriber of these Articles of Incorporation are:

MARCIO FREDERICO	1667 . Harper Road Pierson, Fl. 32180
Dianachi Frederico	1667 . Harper Road - Pierson, Fl. 32180
Isidro M. Castro	1667 . Harper Road Pierson, Fl. 32180
Isidro L. Castro	1667 Harper Road- Pierson, Fl. 32180

ARTICLE XII - BY LAWS

The power to adopt, alter, amend, or repeal By Laws shall be vested in the Board of Directors. By-laws adopted by the Board of Directors may be repealed or changed and new By-laws may be adopted by the shareholders, and the shareholders may prescribe in any By-law shall not be altered, amended or repealed by the Board of Directors.

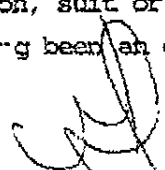
ARTICLE XIII - POWERS

This corporation shall have the power necessary or convenient to effect its purpose as enumerated in the Florida General Corporation Act.

All corporate powers shall be exercised by and under the authority of and the business and affairs of this corporation shall be managed under the direction of the Board of Directors.

ARTICLE XIV INDEMNIFICATION

The corporation shall indemnify the director, officers and shareholders of the corporation against any and all liability and expense incurred by them in connection with or arising out of any action, suit or proceeding in which they may be involved, by reason of their having been an officer, director or shareholder of the corporation.


Incorporator- Marcio Frederico
1667 Harper Road-Pierson, Fl. 32180

In pursuance of chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act:

First --That V & V FERNERIES CORPORATION
desiring to organize under the laws of the State of Florida
with its principal office, as indicated in the Articles of Incorpora-
tion at City of PIERSON County of VOLUSIA
State of FLORIDA has named MARCIO FREDERICO
located at 1667 Harper Road Pierson, Florida

CITY OF PIERSON

COUNTY OF VOLUSIA

State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED RESIDENT AGENT)

Having been named to accept service for the above stated corporation, at 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.

MARCIO FREDERICO, Registered Agent

1667 Harper Road

Pierson, , Fl. 32180

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