

Feb 11 04 04:42p

ECFS

305-444-4977

P. 1

Division of Corporations

Page 1 of 1

P040000029088

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H04000028513 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

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

From:

Account Name : EXPRESS CORPORATE FILING SERVICE INC.
Account Number : I20000000146
Phone : (305) 444-4994
Fax Number : (305) 444-4977

FLORIDA PROFIT CORPORATION OR P.A.

V.C. ENTERPRISES, INC.

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

FILED
04 FEB 11 PM 2:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Electronic Filing Menu

Corporate Filing

Public Access Help



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

February 11, 2004

EXPRESS CORP. FILING SERV.

SUBJECT: V.C. ENTERPRISES, INC.
REF: W04000005824

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is P00000031833.

If you have any further questions concerning your document, please call (850) 245-6972.

Doris Brown
Document Specialist
New Filings Section

FAX Aud. #: H04000028513
Letter Number: 004A00009314

Feb 11 04 04:42p ECFS
(((H04000028513)))

305-444-4977

P. 3

ARTICLES OF INCORPORATION
OF

ELIROX ENTERPRISES, INC

We, the undersigned, do hereby associate ourselves together and subscribe this Certificate of Incorporation for the purpose of forming a corporation under the laws of the State of Florida, and subject to the following provisions:

ARTICLE I

THE NAME of the Corporation shall be:

ELIROX ENTERPRISES, INC

ARTICLE II

THE CORPORATION may engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE III

THE MAXIMUM number of shares of stock which the Corporation shall have outstanding at any time, shall be **FIVE HUNDRED (500)** shares of stock which shall be common stock of a par value of **ONE DOLLAR (\$ 1.00)** per share. All or any part of the capital stock may be paid for either in lawful monies of the United States of America, or in services, at a true valuation thereof.

ARTICLE IV

THIS CORPORATION shall begin business with a minimum capital in the amount of **FIVE HUNDRED DOLLARS (\$500.00)**.

FILED
04 FEB 11 PM 2:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V

THIS CORPORATION shall have perpetual existence.

ARTICLE VI

THE PRINCIPAL office of the Corporation shall be located at:

**715 SW 73 AVENUE SUITE 4
MIAMI FLORIDA 33144**

OTHER OFFICES for the transaction of business may be located wherever the Directors may deem necessary or expedient.

ARTICLE VII

The Board of Directors, who need not be stockholders of the corporation, shall manage THE BUSINESS of the Corporation. The number of the Directors, not less than one, shall be fixed by resolution of the stockholders at any regular or special meeting, subject to the manner of holding such meetings prescribed by the by-laws.

ARTICLE VIII

THE NAMES and mailing addresses of the members of the First Board of Directors and officers who shall hold office for the first year of existence of the corporation or until their successors are elected or appointed and have qualified, are as follows:

BOARD OF DIRECTORS

ELIEZER VERJILLA 715 SW 73 AVENUE SUITE 4 MIAMI FLORIDA 33144

OFFICERS

ELIEZER VERJILLA

PRESIDENT/DIRECTOR

((H04000028513)))

ARTICLE IX

THE NAMES and mailing addresses of each of the incorporators to this Certificate of Incorporation are as follows:

**ELIEZER VERJILLA
715 SW 73 AVENUE SUITE 4
MIAMI FLORIDA 33144**

ARTICLE X

THIS CORPORATION shall have full power to carry on and transact each or all of the business enumerated in Article II of this Certificate, and shall have all the general and additional powers now and hereafter conferred upon it by law.

ARTICLE XI

THIS CORPORATION shall have the power to issue the whole or any part, as determined by the Board of Directors, of the shares of the capital stock as partly said, subject to calls thereon until the whole thereof shall have been paid.

ARTICLE XII

UPON ELECTION of the Board of Directors by the stockholders, such Board of Directors shall manage the business affairs of this corporation without the necessity of further authority from the stockholders, except as by-laws of the Board of Directors. All holders of common stock of this corporation shall be entitled to vote the same in the manner provided by law, whether said stock shall be fully or partially paid, unless otherwise determined by the Board of Directors at or before the time of issuance thereof.

Feb 11 04 04:43p ECFS
((H0400028513)))

305-444-4877

P. 6

ARTICLE XIII

THE CORPORATION shall designate **ELIEZER VERJILLA** with offices located at **715 SW 73 AVENUE SUITE 4 MIAMI FLORIDA 33144** as Registered Agent to be in charge of the Corporate Registered Office as required by State Law.

IN WITNESS WHEREOF, the undersigned incorporators have hereunto set their hands and affixed their seals on this day of **February 7, 2004**



ELIEZER VERJILLA

Feb 11 04 04:43p ECFS

305-444-4977

p. 7

((H04000028513)))

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

In pursuance of Chapter 49.091, Florida Statutes, the following is submitted, in
compliance with said Act:

That ELIROX ENTERPRISES, INC. principal office, as indicated in the Articles of
Incorporation, in the City of **MIAMI**, County of **DADE**, State of Florida has
named:

ELIEZER VERJILLA
715 SW 73 AVENUE SUITE 4
MIAMI FLORIDA 33144

as its Agent to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process 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.


ELIEZER VERJILLA

FILED
04 FEB 11 PM 2:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA