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U.S. DEPARTMENT OF JUSTICE

05 FEB 21 PM 2:07

FBI

TH 2/23/05  
10:55:22  
2/21

## TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: Vision Management Group, Inc.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee &  
Certificate of  
Status

☒ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

FROM: Orlando Arrom  
Name (Printed or typed)

10556 N.W. 26th Street - Suite 203  
Address

Miami, FL 33172  
City, State & Zip

(305) 592-0663  
Daytime Telephone number

**NOTE:** Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

February 16, 2005

ORLANDO ARROM  
10556 NW 26TH STREET SUITE 203  
MIAMI, FL 33172

SUBJECT: VISION MANAGEMENT GROUP, INC.  
Ref. Number: W05000008227

We have received your document for VISION MANAGEMENT GROUP, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.**

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6929.

Justin M Shivers  
Document Specialist  
New Filings Section

Letter Number: 105A00011111

**ARTICLES OF INCORPORATION  
OF  
V. P. M. GROUP, INC.**

The undersigned Incorporator signs the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

**ARTICLE I**

The name of the corporation shall be:

**V.P.M. GROUP, INC.**

**ARTICLE II  
TERM OF EXISTENCE**

The existence of the corporation shall commence upon the filing of these Articles of Incorporation by the Department of State and shall be perpetual.

**ARTICLE III  
NATURE OF BUSINESS AND POWERS**

The corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws.

**ARTICLE IV  
CAPITAL STOCK**

The maximum number of shares of stock which the corporation is authorized to issue and have outstanding at any one time is One Thousand (1,000) shares of common stock having a par value of One (\$1.00) Dollar per share.

**ARTICLE V**

FILED  
05 FEB 21 PM 2:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The initial registered agent and street address of the initial registered office of the corporation shall be:

Carlos M. Teruel  
10556 NW 26 Street, Suite 203  
Doral, Florida 33172

**ARTICLE VI**  
**MAILING ADDRESS OF THE CORPORATION**

The mailing address of the Corporation is the principal office of the Corporation as of the date of execution of these Articles, and is:

10556 NW 26 Street, Suite 203  
Doral, Florida 33172

**ARTICLE VII**  
**BOARD OF DIRECTORS & OFFICERS**

This corporation shall have two directors initially. The name and address of the initial directors of the corporation, who shall hold office until their successor is elected and qualified or until his earlier resignation or removal from office is:

**CARLOS M. TERUEL, President & Director**  
7793 NW 169th Terrace  
Miami Lakes, Florida 33016

**ADELAIDA TERUEL, Vice President & Director**  
7793 NW 169<sup>th</sup> Terrace  
Miami Lakes, Florida 33016

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The number of directors may be increased or decreased from time to time pursuant to the bylaws of the corporation, but shall never be less than one.

**ARTICLE VIII**  
**INCORPORATOR**

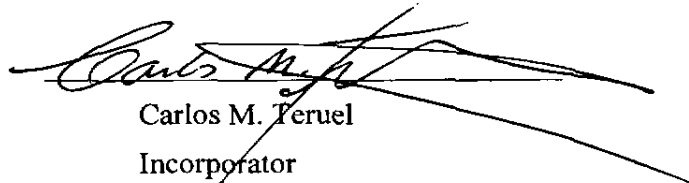
The name and address of the incorporator of the corporation is:

**Carlos M. Teruel**  
7793 NW 169<sup>th</sup> Terrace  
Miami Lakes, Florida 33016

**ARTICLE XI**  
**AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by at least a majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

**IN WITNESS WHEREOF**, the undersigned, as the Incorporator, has executed the foregoing Articles of Incorporation this 16th day of February, 2005.

  
Carlos M. Teruel  
Incorporator

STATE OF FLORIDA

)

) ss:

COUNTY OF MIAMI-DADE

)

BEFORE ME, a Notary Public, personally appeared Carlos M. Teruel, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he subscribed to these Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and official seal at Miami, Dade County, Florida, this 16th day of February, 2005.



Notary Public - State of Florida at  
Large

My Commission Expires:

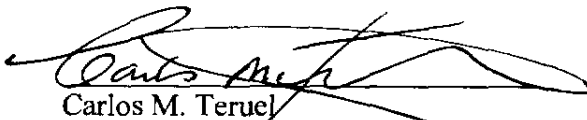


Orlando Arrom  
My Commission DD195892  
Expires May 18, 2007

**ACCEPTANCE BY REGISTERED AGENT**

Having been appointed the registered agent of V.P.M. Group, Inc. the undersigned accepts such appointment, agrees to act in such capacity and accepts the obligations imposed by Florida Statutes Section 607.325.

Dated this 16<sup>th</sup> day of February, 2005.

  
Carlos M. Teruel