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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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STATE
DEPT. OF REVENUE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

August 5, 2005

UCC FILING

SUBJECT: VP DEVELOPMENT SERVICES, INC.
Ref. Number: W05000037156

We have received your document for VP DEVELOPMENT SERVICES, INC. and your check(s) totaling \$70.00. 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 administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with an affidavit or letter stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

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) 245-6955.

Suzanne Hawkes
Document Specialist
New Filings Section

Letter Number: 005A00050590



UCC FILING & SEARCH SERVICES, INC.
526 East Park Avenue
Tallahassee, Florida 32301
(850) 681-6528

HOLD
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OFFICE USE ONLY

August 4, 2005

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

VP Development Services, Inc. (FILE SECOND)

Filing Evidence

- ☒ Plain/Confirmation Copy
- ☐ Certified Copy

Retrieval Request

- ☐ Photocopy
- ☐ Certified Copy

Type of Document

- ☐ Certificate of Status
- ☐ Certificate of Good Standing
- ☐ Articles Only
- ☐ All Charter Documents to Include
Articles & Amendments
- ☐ Fictitious Name Certificate
- ☐ Other

NEW FILINGS	
X	Profit
	Non Profit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of RA Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Reports
	Fictitious Name
	Name Reservation
	Reinstatement

REGISTRATION/QUALIFICATION	
	Foreign
	Limited Liability
	Reinstatement
	Trademark
	Other

ARTICLES OF INCORPORATION
OF
VP DEVELOPMENT SERVICES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I.
NAME

The name of this corporation is VP DEVELOPMENT SERVICES, INC.

ARTICLE II.
PRINCIPAL OFFICE

The principal office of this corporation and the mailing address of this corporation is 125 5th Street South, Ste. 201, St. Petersburg, FL 33701.

ARTICLE III.
DURATION: EFFECTIVE DATE

This corporation shall exist perpetually, commencing as of the date of acceptance and filing of these Articles by the Secretary of State of Florida.

ARTICLE IV.
PURPOSES

This corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

ARTICLE V.
CAPITAL STOCK

This corporation is authorized to issue Ten Thousand (10,000) shares of One Dollar (\$1.00) par value common stock.

ARTICLE VI.
REGISTERED OFFICE, REGISTERED AGENT AND INCORPORATOR

The name of the initial Registered Agent and the Incorporator of the corporation and the street address of the initial Registered Office are M. COREY CARVER, 125 5th Street South, Ste. 201, St. Petersburg, FL 33701. The Registered Agent, by execution of these Articles of Incorporation as incorporator, accepts the appointment as registered agent and agrees to comply with the provisions of all statutes relative thereto, including the obligations of § 607.0501, Florida Statutes.

ARTICLE VII.
INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws, but shall never be less than three (3). The names and addresses of the initial directors of this corporation are:

KENNETH W. HERETICK
125 5th Street South, Suite 201
St. Petersburg, FL 33701

PHILLIP J. POWELL
125 5th Street South, Suite 202
St. Petersburg, FL 33701

M. COREY CARVER
125 5th Street South, Suite 201
St. Petersburg, FL 33701

EDWIN E. WILLIS
125 5th Street South, Suite 201
St. Petersburg, FL 33701

ARTICLE VIII.
AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE IX.
BYLAWS


The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE X.
PREEMPTIVE RIGHTS

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized),

in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation stating the price, terms and conditions of the issue of shares and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation this 3rd day of August, 2005.


M. COREY CARVER

INCORPORATOR/REGISTERED AGENT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF DISSOLUTION
OF
VP DEVELOPMENT SERVICES, INC.

The undersigned corporation, in accordance with the Florida Business Corporation Act, hereby adopts the following Articles of Dissolution:

ARTICLE I. The name of the corporation is: VP DEVELOPMENT SERVICES, INC.

ARTICLE II. The corporation elected to dissolve by Written Action dated July 15th, 2005 signed by the sole member of the Board of Directors and the sole holder of all of the Common Stock of the Corporation, which votes are sufficient for approval of dissolution.

ARTICLE III. The effective date of these Articles of Dissolution shall be the date and time such Articles of Dissolution are filed with the Florida Department of State.

ARTICLE IV. The Corporation hereby waives its rights, pursuant to Florida Statutes §607.1404 to revoke its dissolution prior to the expiration of 120 days following the filing of these Articles of Dissolution.

IN WITNESS WHEREOF, the undersigned has executed and signed these Articles of Dissolution this 29th day of July, 2005.

VP DEVELOPMENT SERVICES, INC.

By: _____

M. Corey Carver, Vice President

(CORPORATE SEAL)