

P05000113543

Regular: Apr 06 03
Florida Department of State
Division of Corporations
Public Access System

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION:
965 AUG 15 PM 1:49

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.

((H05000193641 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 : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FLORIDA PROFIT CORPORATION OR P.A.

vinralf corp.

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



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

August 15, 2005

EMPIRE CORPORATE KIT COMPANY

SUBJECT: VINRALF CORP.
REF: W05000038335

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.

Please check the spelling of the registered agents name.

If you have any further questions concerning your document, please call (850) 245-6973.

Claretha Golden
Document Specialist
New Filings Section

FAX Aud. #: H05000193641
Letter Number: 705A00051916

Division of Corporations - P.O. BOX 6327 Tallahassee, Florida 32314

(6)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

HD5000193641

05 AUG 15 PM 1:49

ARTICLES OF INCORPORATION
OF
VINRALF CORP.

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be VINRALF Corp. Its business shall be carried on in the State of Florida, in the United States of America, and elsewhere, as may be authorized by its Board of Directors.

ARTICLE II

The General nature of the business to be transacted by the corporation shall be that provided below:

a) To apply for, hold, purchase, acquire or otherwise deal in letters patent or copy rights of the United States or other countries, to work, operate or develop the same or to carry on any business, manufacturing or otherwise, which may directly or indirectly affect those objects or any of them; to guarantee, purchase, hold, sale, assign, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of capital stock or any bonds, securities or other evidences of indebtedness created by any person or corporation of this state or any other state, nation, country or government, and while owner of said stock, may exercise all the rights and privileges of ownership, including the right to vote thereon as natural persons might or could do.

b) To loan money on real estate and personal property.

c) To enter into, make or perform contracts of any kind with any person, association, corporation, municipality, body politic, county, country, territory, state, government or colony, or any dependency thereof, and without limit as to amount, draw, make, accept, endorse, discount, execute, and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures, and all other negotiable instruments and evidences of indebtedness whether secured by mortgage, bond or otherwise, as well as to secure the same mortgage, bond or otherwise.

d) To do any and all of the things herein set forth and all other things permissible by law to the same extent as natural persons might or could do and in any part of the world as principals, agents, contractors, or otherwise, and either alone or in company with others, purchase, hold, and re-issue any of the shares of its capital stock.

HD5000193641

e) To act as Trustee for any form of property, claim or right.

f) To perform services and to engage in every aspect and phase of business under the laws of the State of Florida that a Florida corporation is authorized to render.

g) To do each and everything necessary and proper for the accomplishment or furtherance of any of the purposes or objectives of the Corporation enumerated in these Articles of Incorporation, of any amendment thereof, necessary or incidental to the protection and benefit of the Corporation; and, generally, either alone or in association with other corporations, firms or individuals, to carry on any lawful pursuits necessary or incidental, to the accomplishment or furtherance of such purposes or objects of this corporation.

h) To perform arbitrations, mediation and settlement disputes.

ARTICLE III

The maximum number of shares that the Corporation is authorized to have outstanding at any one time shall be One Thousand (1,000) shares of common stock at a par value of \$1.00 per share.

ARTICLE IV

The principal office and mailing address of this corporation will be

2851 NE 183 Street
Apt # 2002-E
Aventura, Fl 33160

ARTICLE V

The name and address of the initial registered agent is:

Name: Donato Vincenzo Capobianco
Address: 2851 NE 183 Street
Apt # 2002-E
Aventura, Fl 33160

ARTICLE VI

The corporation shall have four directors and officers initially. The number of directors or officers may be increased from time to time, as provided in the bylaws, but shall never be less than one. The name and address of the initial directors are:

Title: Director/President
Name: Donato Vincenzo Capobianco
2851 NE 183 Street
Apt # 2002-E
Aventura, FL 33160

Title: Director/Vice President
Name: Rafael Di Genaro
2851 NE 183 Street
Apt # 2002-E
Aventura, FL 33160

Title: Director
Name: Hayded Sciamanna
2851 NE 183 Street
Apt # 2002-E
Aventura, FL 33160

Title: Director
Name: Walter Cohen
2851 NE 183 Street
Apt # 2002-E
Aventura, FL 33160

ARTICLE VII

The name and street address of the first incorporator of these Articles of Incorporation is:

Name: Donato Vincenzo Capobianco
Address: 2851 NE 183 Street
Apt # 2002-E
Aventura, Fl 33160

The undersigned incorporator has executed these Articles of Incorporation this 12th day of August, 2005.



H05000193641

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE
UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF
FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE
REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.


1. The name of the corporation is:

VINRALF Corp.

2. The name and address of the registered agent and office is:

Donato Vincenzo Capobianco
2851 NE 183 Street
Apt # 2002-E
Aventura, FL 33160

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Signature)


Date

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
05 AUG 15 PM 1:49

H05000193641