

P09000085383

305-223-4962

p. 1

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.

((H09000220751 3)))



H090002207513ABC-

**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) 617-6381

From:  
Account Name : GDG TAX SERVICE CORP  
Account Number : I2006000055  
Phone : (305) 793-9913  
Fax Number : (305) 223-4962

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2009 OCT 15 AM 11:06

FILED

FLORIDA PROFIT/NON PROFIT CORPORATION

VIP (USA) GR CORP

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

09 OCT 15 AM 8:20

RECEIVED

Electronic Filing Menu

Corporate Filing Menu

Help

J. Shivers OCT 16 2009

H090002201515

**ARTICLES OF INCORPORATION**

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

**ARTICLE I****NAME**

The name of the corporation shall be VIP (USA) GR CORP.

**ARTICLE II****DURATION**

This corporation shall have a perpetual existence, unless dissolved according to Law.

**ARTICLE III****PURPOSE**

This corporation is organized for the purpose of transacting any or all business for which corporations may be incorporated under the Florida General Corporation Act.

**ARTICLE IV****CAPITAL STOCK**

This corporation is authorized to issue One Thousand ( 1000 ) shares of One Dollar ( 1.00 ) par value common stock, which shall be designated "Common Shares".

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2009 OCT 15 AM 11:06

FILED

**ARTICLE V****INITIAL REGISTERED OFFICE AND AGENT**

The address of the initial registered office of this corporation is 19 East Flagler St

Miami Florida, 33131, and the name of the initial

registered agent of the corporation at that address is Giuseppe Russo

**ARTICLE VI****INITIAL BOARD OF DIRECTORS**

This corporation shall have ( 1 ) ( One ) directors (s) initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one. The name and address of the initial director of this corporation is:

Giuseppe Russo  
1351 S W 23 St  
Miami, FL 33131

14090002201515

**ARTICLE VII**  
**INDEMNIFICATION**

To the full extent permitted by law, the corporation shall indemnify each person made or threatened to be made a party to any threatened, pending or completed action, suit, or proceeding, whether civil, criminal, administrative or investigative (including, one in the right of the corporation to procure a judgment in its favor) by reason of the fact that he or his testator or interstate, is or was a director, officer, employee or agent of the corporation or served any other corporation, partnership, joint venture, trust, or other enterprise in any capacity, at the request of the corporation.

**ARTICLE VIII**  
**INCORPORATED**

The name and address of the person signing these articles is.

Giuseppe Russo  
1351 S W 23 St  
Miami, FL 33131

**ARTICLE IX**  
**OFFICERS**

The officers of the corporation shall be as follows:

Giuseppe Russo

President

IS WITNESS WHERE OF. The undersigned subscriber has executed these Articles of  
incorporation on this 14 day of October 2009.

*[Signature]*

STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, a notary public authorized to take acknowledgments in the  
state and county set forth above personally appeared Giuseppe Russo  
known to me and known by me to be the person who executed the foregoing Articles of  
Incorporation, and he acknowledged before me that he executed those Articles of  
Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my  
official seal, in the state and county aforesaid this 14 day of October, 2009.

My commission expires:

*[Signature]*



H090002201010

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

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

First – That VIP (USA) GR CORP.

Desiring to organize under the laws of the State of Florida with its principal office at

19 East Flagler St City of Miami, FL 33131

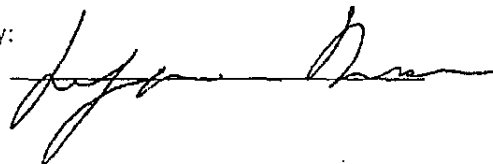
County of Dade, State of Florida, has named Giuseppe Russo

Located at 19 East Flagler St City of Miami, FL 33131

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

Having been named to accept service of process of 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.

By:



SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2009 OCT 15 AM 11:06

FILED