

P11000060495

(Requestor's Name)

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(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

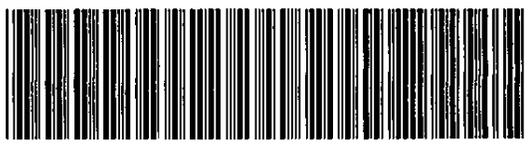
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

TBrown 7-28-11

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: VI-LIFE, INC

DOCUMENT NUMBER: P11000060495

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

MARK A. TESTA
Name of Contact Person

VI-LIFE, INC
Firm/ Company

3718 W SANTIAGO ST
Address

TAMPA, FL 33629
City/ State and Zip Code

Mortgagepi@aol.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

MARK A. TESTA at (813) 240-1069
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

- \$35 Filing Fee \$43.75 Filing Fee & Certificate of Status \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) \$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is enclosed)

Mailing Address
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
PRESIDENT	DEREK M. BUSCIGLIO	3718 WEST SANTIAGO ST TAMPA, FL 33629	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
V. P S	MARK A. TESTA	6606 Buckingham Palms Way TAMPA, FL 33647	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
DIRECTOR	DEREK M. BUSCIGLIO	3718 WEST SANTIAGO ST TAMPA, FL 33629	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove

E. If amending or adding additional Articles, enter change(s) here:

(attach additional sheets, if necessary). (Be specific)

F. If an amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself:

(if not applicable, indicate N/A)

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
<u>DIRECTOR</u>	<u>MARK A. TESTA</u>	<u>6606 Buckingham Palms Way</u> <u>Tampa, FL 33647</u>	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add <input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add <input type="checkbox"/> Remove

E. If amending or adding additional Articles, enter change(s) here:

(attach additional sheets, if necessary) (Be specific)

YES, SEE ATTACHED

F. If an amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself:

(if not applicable, indicate N/A)

The date of each amendment(s) adoption: July 1, 2011
(date of adoption is required)

Effective date if applicable: July 1, 2011
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were adopted by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval
by _____"
(voting group)

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Dated July 1, 2011

Signature Mark A. Testa
(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

MARK A. TESTA
(Typed or printed name of person signing)

INCORPORATOR
(Title of person signing)

Articles of Amendment
to

Articles Of Incorporation
In Compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)
Of

Vi-Life Inc

The undersigned subscriber to these Articles Of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State Of Florida.

ARTICLE I - NAME

The name of the corporation shall be:

Vi-Life Inc

ARTICLE II - PRINCIPAL OFFICE

The principal place of business of this corporation shall be:

3718 West Santiago St.
Tampa, Florida 33629

ARTICLE III - NATURE OF BUSINESS AND PURPOSE

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States of America, the State Of Florida or any other state, country, providence, territory or nation.

ARTICLE IV - TERM OF EXISTANCE

This corporation shall exist perpetually.

ARTICLE V - REGISTERED OFFICE AND AGENT

The street address of the registered office of this corporation is:

3718 West Santiago St.
Tampa, Florida 33629

The registered agent of this corporation is:

Derek M. Busciglio
3718 West Santiago St.
Tampa, Florida 33629

ARTICLE VI - DIRECTORS

This corporation shall have two Directors initially. The name and street address of the Directors are:

Derek M. Busciglio, Director
3718 West Santiago St
Tampa, FL 33629

Mark A. Testa, Director
3718 West Santiago St.
Tampa, FL 33629

ARTICLE VII - OFFICERS

The name and address of the initial officers of this corporation are:

Derek M. Busciglio, President
3718 West Santiago St
Tampa, FL 33629

Mark A. Testa, Vice President / Secretary
3718 West Santiago St
Tampa, FL 33629

ARTICLE VIII - CAPITAL STOCK

The maximum number of shares of stock, unless amended under the bylaws of this corporation, that this corporation is authorized to have outstanding at any time shall be one hundred (100) shares of restricted common stock having a \$.01 (one cent) par value per share. These shares of restricted common stock must bear the following legend:

"These shares are held subject to certain transfer restrictions imposed by the Articles of Incorporation, which copy of said Articles may be obtained from the corporation's office."

ARTICLE IX - PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds or of any new kind, class, or series of stock, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

ARTICLE X - STOCK TRANSFER RESTRICTIONS

Before there can be a valid sale or transfer of any of the shares of the corporation by any holder thereof, such holder shall first offer said shares to the corporation and then to the other holders of shares in the following manner:

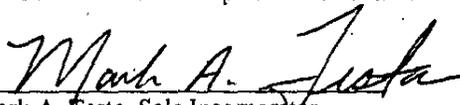
1. Such offering shareholder shall deliver a notice in writing to the Secretary of the corporation stating the price, terms and conditions of such proposed sale or transfer, the number of shares to be sold or transferred, and his intention to sell or transfer such shares. Within twenty (20) days thereafter, the corporation shall have the prior right to purchase such shares so offered at the price and on the terms and conditions stated in the notice. Should the corporation fail to purchase any or all of the so offered shares at the expiration of the twenty day period, or prior thereto decline to purchase the shares, the Secretary of the corporation shall, within five (5) days thereafter, mail or deliver to each of the shareholders of record a copy of such notice given by the shareholder to the Secretary. Such notice may be mailed to them at their last known address as such address may appear on the books of the corporation. Within ten (10) days after mailing or delivering of the copies of the orders to the shareholders, any such shareholder desiring to acquire any or all of the shares referred to in the notice shall deliver by mail or otherwise, to the Secretary of the corporation a written offer expressed to be acceptable immediately, to purchase a specified number of such shares at the price, on the terms and conditions stated in the notice. Each such offer shall be accompanied by the purchase price therefor with authorization to pay such price against delivery of the shares.
2. If the total number of shares specified in the offers to purchase exceeds the number of shares to be sold or transferred, each offering shareholder shall be entitled to purchase such proportion of shares as the number of shares of the corporation he holds bears to the total number of shares held by all shareholders desiring to purchase the shares.
3. After the said thirty-five (35) day period, the shareholder desiring to sell or transfer such shares may sell or transfer any shares referred to in his notice that were not sold or transferred to the corporation or shareholders of record to any person or persons, provided, however, that he shall not sell or transfer such shares at a lower price or on the terms more favorable to the purchaser or transferee than those specified in his notice to the Secretary of the corporation. The shareholder desiring to sell or transfer such shares may amend his offer to sell or transfer any or all of his shares but must resubmit his amended notice to transfer or sell shares to the Secretary of the corporation and will be subject to the conditions and terms of Article VII of the Articles of Incorporation of this corporation.

ARTICLE XI - INCORPORATOR

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

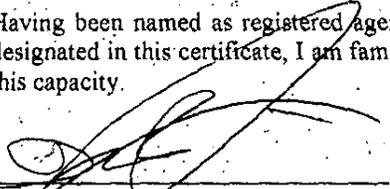
Mark A. Testa
3718 West Santiago St.
Tampa, Florida 33629

I submit this document and affirm that the facts stated herein are true. I am aware the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.


Mark A. Testa, Sole Incorporator

July 1, 2011
Date

Having been named as registered agent to accept service of process for the above stated corporation at a place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Derek M. Busciglio, Registered Agent

July 1, 2011
Date