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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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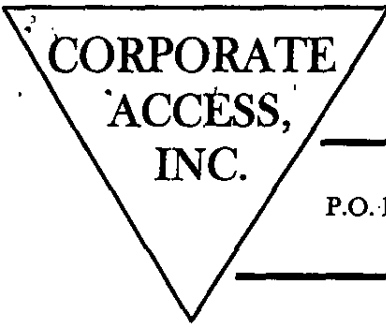
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1. VL + Associates, Inc.
(CORPORATE NAME AND DOCUMENT #)
2. _____
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 TALLAHASSEE, FLORIDA

SPECIAL INSTRUCTIONS: _____



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 14, 2011

CORPORATE ACCESS, INC.

SUBJECT: VL & ASSOCIATES, INC.
Ref. Number: W11000062255

Resubmitted 1/29/12

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12 JAN 24 AM 10:51

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

We have received your document for VL & ASSOCIATES, INC. and your check(s) totaling \$87.50. 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.

If your business entity does not intend to transact business until January 1st of the upcoming calendar year, you may wish to revise your document to include an effective date of January 1st. If you do not list an effective date of January 1st, your business entity will become effective this calendar year and it will be required to file an annual report and pay the required annual report fee for the upcoming calendar year this coming January, which is merely weeks away. By listing an effective date of January 1st, the entity's existence will not begin until January 1st of the upcoming year and will, therefore, postpone the entity's requirement to file an annual report and pay the required annual report filing fee until the following calendar year.

Please return the corrected 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) 245-6973.

Claretha Golden
Regulatory Specialist II
New Filing Section

Letter Number: 411A0002785

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12 JAN 24 AM 7:58

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

FOR

VL & ASSOCIATES SOUTH FLORIDA, INC.

A FLORIDA-FOR-PROFIT CORPORATION

FILED

12 JAN 24 AM 7: 58

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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

ARTICLE 1: NAME

The name of the Corporation shall be: VL & ASSOCIATES SOUTH FLORIDA, INC. here and after referred to as the "Corporation"

ARTICLE 2: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the Corporation and the mailing address are 2225 NW2 76TH TERRACE, PEMBROKE PINES, FL 33024

ARTICLE 3: PURPOSE

The purpose for which this company is organized is to do any and all lawful business.

ARTICLE 4: SHARES

The number of share of stock that this corporation is authorized to have outstanding at any time is

10,000 shares (\$1.00 par value share)

ARTICLE 5: REGISTERED AOFFICE AND AGENT

The Corporation's initial registered agent and street address are Richard Nzeribe, 160 NW 176 Street, Suite 200-4, Miami, Florida 33169

ARTICLE 6: INITIAL OFFICERS

The initial officer of the Corporation is :

Leveque Valbrun

President/CEO

ARTICLE 7: INITIAL INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation are:

Richard Nzeribe
160 NW 176 Street, Suite 200-4
Miami, Florida 33169

Richard Nzeribe
Signature/Incorporator

12/01/2011
Date

-Acceptance of Agent-

ACKNOWLEDGMENT:

Having been named as registered agent and to accept services 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 statues 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.

BY: Richard Nzeribe
Signature/Registered Agent

12/01/2011
Date

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12 JAN 24 AM 7:58
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TALLAHASSEE, FLORIDA