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FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS

FROM: LOWMEYER, DROSDICK, DOBNER, KANTOR
& REED, P.A.

215 N EOLA DR

DEPARTMENT OF STATE

STATE OF FLORIDA

409 EAST GAINES STREET

TALLAHASSEE, FL 32399

FAX: (904) 922-4000

ORLANDO FL 32801-

33418-0000

CONTACT: LOURDES G JONES

PHONE: (407) 843-4600

FAX: (407) 423-4495

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: VLL, INC.

FAX AUDIT NUMBER: H95000000645

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**LOWNDES
DROSDICK
DOSTER
KANTOR &
REED, P.A.**
Attorneys at Law

215 North Nola Drive
Post Office Box 2809
Orlando, Florida 32802-2809
Telephone (407) 843-4600
Telecopier (407) 423-4495

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TELECOPIER NO.: (904) 222-4000 TELEPHONE NO.: (904) 488-2000
FROM: LOURDES G. JONES, LEGAL ASSISTANT TO JAMES BALLETTA
TELECOPIER NO.: (407) 423-4495 TELEPHONE NO.: (407) 843-4600
TOTAL NUMBER OF PAGES, INCLUDING THIS ONE: -5-
SPECIAL INSTRUCTIONS: ARTICLES OF INCORPORATION OF: VLL, INC.

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Thank you,

GINA NEAL

CLIENT NO.: 99998

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ARTICLES OF INCORPORATION
OF
VLL, INC.

ARTICLE I - NAME

The name of this corporation is VLL, INC.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal office and the mailing address of the corporation shall be 3614 E. Colonial Drive, Orlando, Florida, 32803.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue thirty thousand (30,000) shares of ONE DOLLAR (\$1.00) par value common stock.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 215 N. Eola Drive, Orlando, Florida 32801, and the name of the initial registered agent of this corporation at that address is James Balletta.

ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the corporation, but shall never be less than one (2). The names and addresses of the initial directors are as follows:

THIS DOCUMENT WAS PREPARED BY:
JAMES BALLETTA, FLA BAR #0443050
LOWEDES, DROSDICK, DOSTER, KANTOR & REED, P.A.
P. O. BOX 2809, ORLANDO FL 32802-2809
(407) 843-4600

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Vincent DeSantis

3383 Mission Bay Blvd. #245
Orlando, Florida 32807

Gianni DiBernardo

5934 Auvers Blvd. #201
Orlando, Florida 32807ARTICLE VI - INCORPORATOR

The name and address of the person signing these Articles are as follows:

James Bulletta

215 N. Kola Drive
Orlando, Florida 32801

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 17th day of January, 1995.


James Bulletta, IncorporatorSTATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 17th day of January, 1995, by James Bulletta, who is personally known to me.

(NOTARY SEAL)



OFFICIAL SEAL

LOURDES G. JONES
MY COMMISSION EXPIRES
MAY 10, 1996
Notary Public

Name: Lourdes G. Jones

Serial No.: CC102023

My Commission Expires: 5/10/96

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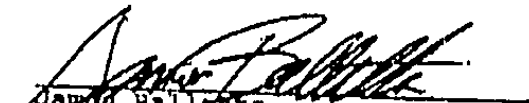
ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent of VLL, INC.


James Ballotta

WAIVER OF SUBSCRIPTION RIGHTS

The undersigned hereby waives any rights of subscription which may have accrued by virtue of the undersigned acting as Incorporator of VLL, INC.


James Ballotta

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