

LAW OFFICES
RICHARD I. GILBERT

7025 BERACASA WAY
SUITE 308
BOCA RATON, FL 33433
(407) 395-8331
FAX: (407) 362-9329

PLEASE REPLY TO
BOCA RATON
OFFICE

100 W. CYPRESS CREEK RD.
SUITE 930
TRADE CENTRE SOUTH
FT. LAUDERDALE, FL 33309

P95000004810
January 3, 1995

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: **V & R CONSTRUCTION, INC.**

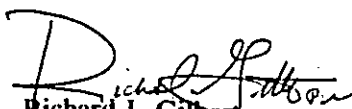
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*****70.00 *****70.00

Dear Sir:

Enclosed please find the original and two copies of the Articles of Incorporation for V & R CONSTRUCTION, INC. along with a check for \$70.00 for filing. Please return a time-stamped copy of the Articles to me in the self addressed, postage paid envelope I have provided for your convenience.

Thank you for your time and cooperation in this matter. Please do not hesitate to contact me should you have any questions.

Very truly yours,


Richard I. Gilbert

Enclosure(s)
RIG/dw

of South Florida
B. REGISTER JAN 19 1995

Effective date

FILED
95 JAN 19 PM 1:11
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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502

295A1047



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 10, 1995

RICHARD I GILBERT ATTORNEY
7025 BERACASA WAY SUITE 208
BOCA RATON, FL 33433

SUBJECT: V & R CONSTRUCTION, INC.
Ref. Number: W9500000634

We have received your document for V & R CONSTRUCTION, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Handwritten: Surely
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. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return 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 (904) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 295A00001047

ARTICLES OF INCORPORATION

OF

V & R CONSTRUCTION CORP. OF SOUTH FLORIDA

The undersigned, being of legal age, does hereby form a corporation under the laws of the State of Florida, authorizing the formation of corporations.

ARTICLE I NAME

The name of this corporation shall be **V & R CONSTRUCTION CORP. OF SOUTH FLORIDA.**

ARTICLE II GENERAL NATURE OF BUSINESS

The purpose for which the Corporation is organized is to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III CAPITAL STOCK

The capital stock of this Corporation shall be Five Hundred (500) shares at one dollar (\$1.00) par value.

ARTICLE IV CORPORATE EXISTENCE

Corporate existence shall begin at the time of subscription and acknowledgment of these Articles, except that in the event these Articles are not filed with the Department of State within five (5) days, exclusive of legal holidays, after subscription and acknowledgment hereof, corporate existence shall begin when these Articles are filed with the Department of State. This Corporation shall exist perpetually, unless sooner dissolved according to law.

ARTICLE V REGISTERED OFFICE AND AGENT

The street address of the office of the initial registered agent of the Corporation is:

**7025 Beracasa Way, Suite 208
Boca Raton, Florida 33433**

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TALLAHASSEE FLORIDA

and the name of the registered agent of this Corporation at said address is:

RICHARD I. GILBERT

ARTICLE VI PRINCIPAL PLACE OF BUSINESS

The principal place of business of said Corporation shall be at:

**400 SW 12th Avenue
Suite #4
Pompano Beach, Florida 33060**

The Corporation shall have the privilege of having branch offices at other places within or without the State of Florida.

ARTICLE VII SUBSCRIBERS

The name and street address of each person signing these Articles of Incorporation as a subscriber, and the number of shares of stock subscribed are:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
FRANK VITAGLIANO	1722 NW 97th Terrace Coral Springs, FL 33071	50
MARY VITAGLIANO	6591 NW 46th Street Lauderhill, FL 33319	50

The stockholders agree to pay not less than par value for each share of stock.

The proceeds of the stock subscribed for will be at least as much as the amount necessary to begin business.

ARTICLE VIII AMENDMENT

This corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute.

The Directors of this Corporation shall have the power to make or amend the By-Laws and to fix any amount to be reserved for working capital.

The private property of the stockholders shall not be subject to the payment of the

corporate debts to any extent whatever. The Corporation shall have a first lien on the shares of its members and upon the dividends due to them for any indebtedness of such members of the Corporation.

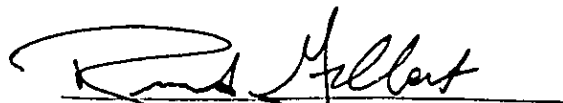
IN WITNESS WHEREOF, the undersigned for the purpose of forming a corporation to do business within and without the State of Florida, does make and file this Certificate, hereby declaring and certifying that the facts herein stated are true and correct, and hereunto sets his hand this 23 day of December, 1994.


FRANK VITAGLIANO, President

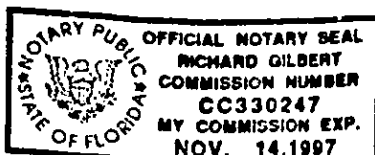
STATE OF FLORIDA }
COUNTY OF PALM BEACH }

I hereby certify that on this day, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared FRANK VITAGLIANO party to the foregoing Articles of Incorporation, known to me personally to be such, or has provided me _____ as identification, and I have first made known to him the contents of said Articles, he did acknowledge that he signed, sealed and delivered the same as his voluntary act and deed, and deposed that the facts therein stated were truly set forth.

WITNESS my hand and official seal this 23 day of December, 1994.


NOTARY PUBLIC
RICHARD I. GILBERT
Printed Name

My Commission Expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THE STATE AND NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**

In compliance with the requirements of Chapter 48.091, Florida Statutes, the following is submitted:

That, **V & R CONSTRUCTION CORP. OF SOUTH FLORIDA**

organized and existing under the laws of the State of Florida, with its initial registered office, as indicated in the foregoing Articles of Incorporation, in the City of Boca Raton, County of Palm Beach, State of Florida, has named **RICHARD I. GILBERT**, of 7025 Beracasa Way, Suite 208, Boca Raton, Florida 33433 as its agent to accept service of process within this State.

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above-styled corporation at the place designated in this certificate, I, the undersigned, hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation, and I further agree to act in said capacity and to comply with the provisions of Section 48.091 of the Florida Statutes.

Dated: 1/13/95


RICHARD I. GILBERT

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SECRETARY OF STATE
TALLAHASSEE FLORIDA