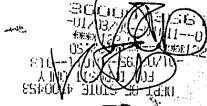
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DEPARTMENT OF STATE DIVISION OF CORPORATIONS P.O. BOX 6327 TALLAHASSEE, FL 32314

SUBJECT: V.J.C. MANAGEMENT INC.



EFFECTIVE DATE

1-19-95

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$122.50 MADE PAYABLE TO THE DEPARTMENT OF STATE.

FROM: MICHAEL CASTIGLIONE

3100 NE 48 Street Apt 918

Ft. Lauderdale, Florida 33317

(305) 989-2645

Allassee, Fights

Allassee, Fi



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

January 3, 1995

MICHAEL CASTIGLIONE 3100 N.E. 48TH ST. APT. 918 FT. LAUDERDALE, FL 33317

SUBJECT: V.J.C. MANAGEMENT INC.

Ref. Number: W95000000038

We have received your document for V.J.C. MANAGEMENT INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

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) 487-6934.

Loria Poole Corporate Specialist

Letter Number: 995A0000060

TRANSMITTAL LETTER

DEPARTMENT OF STATE DIVISION OF CORPORATIONS P.O. BOX 6327 TALLAHASSEE, FL 32314

SUBJECT: V.J.C. MANAGEMENT INC.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$122.50 MADE PAYABLE TO THE DEPARTMENT OF STATE.

FROM: MICHAEL CASTIGLIONE
3100 NE 48 Street Apt 918
Ft. Lauderdale, Florida 33317

(305) 989-2645

ARTICLES OF INCORPORATION

EFFECTIVE DATE

OF

V. J. C. MANAGEMENT INC.

I, the undersigned subscriber to these Articles of Incorporation, being natural person competent to contract, hereby form a corporation, pursuant to Chapter 607, Florida Statutes, as currently and as shall hereafter be in force and effect; and to the extent that the aforementioned provisions of Chapter 607, Florida Statutes, are not in conflict therewith.

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AK	11	C all	. P.	

NAME

The name of this corporation is V.J.C. MANAGEMENT INC.

ARTICLE II

PRINCIPAL ADDRESS

The initial street address of the principal office of the corporation in the state of Florida is: 1355 B NW 40 AVENUE LAUDERHILL, FLORIDA 33313. The corporation may move its principal office place within and without the State of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock the corporation is authorized to have issued and outstanding at any one time is Five Hundred (500) shares of non-assessable common stock have a nominal or par value of One Dollar and No/100 (\$1.00) per share.

ARTICLE IV

INITIAL REGISTERED AGENT

The initial registered agent shall be MICHAEL CASTIGLIONE and the address is 1355 B NW 40 AVENUE LAUDERHILL, FLORIDA 33313.

ARTICLE V INCORPORATORS

The name, street address and number of shares subscribed for the initial subscribers of these Articles of Incorporation are:

NAME ADDRESS SHARES
MICHAEL CASTIGLIONE 3100 NE 48 Street Apt 918 500

The initial subscriber certifies that the consideration for which he has subscribed is not less than the amount of capital with which the corporation will begin business as set forth in Article III herein.

FT. Lauderdale, Fl 33023

The corporation shall exist perpetually.

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE VI

MANAGEMENT

The business of the corporation shall be managed by the stockholders of the corporation rather than by the Board of Directors. Wherever the context requires, the stockholders shall be deemed Directors of the Corporation for purposes of applying Chapter 607, Florida Statutes. Any action required or permitted by Chapter 607, Florida Statutes to be taken by the Directors or the stockholders shall be taken upon a vote of a majority of the issued and outstanding shares of its record owners.

ARTICLE VII

BOARD OF DIRECTORS-MEMBERS

The name and street address of each of the members of the Board of Directors is as follows:

NAME MICHAEL CASTIGLIONE ADDRESS

3100 NE 48 Street Apt 918 Ft. Lauderdale, Fl 33317

Unless otherwise provided by the Articles of Incorporation or By-Laws each member of the initial Board of Directors shall hold office for the first year of existence of the corporation or until their successors are elected or appointed or have qualified.

ARTICLE VIII

EXISTENCE

The corporation shall exist on the 19tht day of January 1995, which date being the day on which the subscribers to these Articles of Incorporation shall purchase and be issued the shares subscribed for.

ARTICLE IX

AMENDMENTS

The corporation may amend or repeal any provision, part or parts of these Articles of Incorporation upon an affirmative vote of a majority of the issued and outstanding stock at duly constituted shareholders meeting.

ARTICLE X

BY-LAWS AND STOCKHOLDERS AGREEMENTS

The Stockholders shall have the power to make, amend or repeal By-Laws a stockholder's agreement in place of By-Laws concerning all matters and things so long as such By-Laws or stockholder's agreement are not in conflict with these Articles of Incorporation as they are now or hereafter in force and effect.

IN WITNESS WHEREOF, I, the undersigned subscriber being the original subscriber to the capital stock herein above describe for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein contained are true, and do agree to take the number of shares herein above set forth and hereunto set my hands and seals this <u>19</u> day of January, 1995.

MICHAEL CASTIGLIQUE

STATE OF FLORIDA > SS: COUNTY OF BROWARD >

I HEREBY CERTIFY that on this 14 day of 1995 before me an officer duly qualified to take acknowledgments, personally appeared MICHAEL CASTIGLIONE who are either personally know to me or produced Florida Drivers licenses as photo identification, and who acknowledged that they excuted the foregoing instrument.

NOTARY PUBLIC STATE OF FLORIDA

PRINT NAME! DUE SUADOES

JOYCE S. KNAPPER
My Comm Exp. 10/18/98
UBLIC BOND Bonded By Service Ins
No. CC414114

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

V.J.C. MANAGEMENT INC. desiring to organize under the laws of the state of Florida with its principal office, as indicated in the Articles of Incorporation at the city of LAUDERHILL, County of Broward,

State of Florida, has named MICHAEL CASTIGLIONE located at 1355 B NW 40 Avenue Lauderhill, Fl 33313 as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named as registered agent and to accept service of process for the above stated corporation, at 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 provision of all statutes relating to the proper and complete performance of my duties, and I am familiar with andaccept the obligations of my postion as registered agent. 20

MICHAEL CASTIGLION

P950000005141

Tamela J. Stults, P.A.
Philip J. Massa, P.A.
*Also admitted in Colorado

The Litigation Building
633 South Andrews Avenue, Third Floor
Fort Lauderdale, Florida 33301

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

Telephone (954) 525-1700 Telefax (954) 763-6292 West Palm Beach (561) 820-9090

August 10, 1997

Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 37514 600002275756--5 -08/25/97--01053--003 *****35.00 *****35.00

RE: Dissolution of VJC MANAGEMENT, INC.

Dear Madam of Sir:

Enclosed herein please find Articles of Dissolution for the above referenced for profit corporation together with a check in the amount of \$35.00 for the filing fee.

Thank you for your cooperation.

TAMELA J. STULTS, ESQUIRE

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VS SEP 4 1997

ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

The name of the corporation is VJC MANAGEMENT, INC., formally located at 13060 State Road 84 Bay 112, Davie, Florida 33325.

SECOND: The date dissolution was authorized: AUGUST 1, 1997.

THIRD: Adoption of Dissolution:

Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

Signed this day of August. 1997.

Signature: MICHAEL CASTIGLIONE,

PRESIDENT