

19500022876

Address A Accounting Group

2407 East Mall Dr.

Fort Myers, FL. 33901

Phone 813-939-3635

Secretary of State
Division of Corporations
Capitol Building
Tallahassee, FL 32301

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Gentlemen,

Enclosed are:

1. Two (2) copies of the Articles of Incorporation of
VRBC Enterprises Inc.
name of corporation
2. Appointment of a Registered Agent of Filing Purposes.
3. A check for \$122.50 to cover the charter tax, filing fees, registered agent fee and the cost of a certified copy of the Articles.

Please send me a certified copy.

Very sincerely,



name

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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T. BROWN MAR 22 1995

**ARTICLES OF INCORPORATION
OF**

VRBC Enterprises Inc.

WE, THE UNDERSIGNED, natural persons of legal age, acting as incorporators under the laws of the State of Florida, adopt the following articles of incorporation for such corporation:

- FIRST:** The name of the corporation is VRBC Enterprises Inc.
- SECOND:** The period of its duration is; PERPETUAL.
- THIRD:** The purpose(s) for which the corporation is organized are sales
and ANY OTHER LAWFUL BUSINESS ACTIVITY FOR WHICH
CORPORATIONS MAY BE INCORPORATED UNDER CHAPTER 607 OF
THE FLORIDA STATUTES.
- FOURTH:** The aggregate number of shares which the corporation shall have authority to issue is 200 SHARES OF COMMON STOCK HAVING \$1.00 PAR VALUE EACH.
- FIFTH:** The corporation will not commence business until at least \$100.00 has been received by it as consideration for the issuance of shares.
- SIXTH:** Cumulative voting for shares of stock is not authorized.
- SEVENTH:** Provisions limiting or denying to shareholders the preemptive right to acquire additional or treasury shares of the corporation are: NONE.
- EIGHT:** Provisions for the regulation of the internal affairs of the corporation are: TO BE GOVERNED BY THE BYLAWS WHICH SHALL BE ADOPTED BY A MAJORITY OF DIRECTORS.
- NINTH:** The address of the initial registered office of the corporation is 128 SE 24th St., Cape Coral, FL. 33990
and the name of its initial registered agent at such address is Vanessa Carpenter.
- TENTH:** Address of the principal place of business is:
128 SE 24th St., Cape Coral, FL. 33990.
- ELEVENTH:** The number of directors constituting the initial board of directors of the corporation is ONE and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

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FLORIDA

Name

Address

Vanessa Carpenter

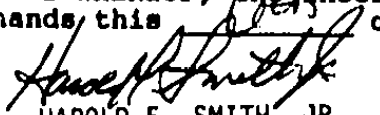
128 SE 24th St.
Cape Coral, FL. 33990

The name and address of each incorporator is:

Vanessa Carpenter

128 SE 24th St.
Cape Coral, FL. 33990

IN WITNESS WHEREOF, the Incorporator(s) have hereunto set their hands this 10th **day of** February, 1995.


HAROLD E. SMITH, JR.
Notary Public, State of Florida
My Comm. Expires March 10, 1998
Comm. No. CC 354703

**Signatures of All
Incorporators:**

x Vanessa Carpenter

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORIGINAL APPOINTMENT OF REGISTERED AGENT

The undersigned, being at least of majority of the incorporators
of VRDC Enterprises Inc,
hereby appoints Vanessa Carpenter
to be statutory agent upon whom any process, notice or demand
required or permitted by statute to be served upon the corpora-
tion may be served.

The complete address of the agent is: 128 SE 24th St.,

Cape Coral, Lee County,
(CITY OR VILLAGE)

Florida, 33990.
(ZIP CODE)

Harold E. Smith, Jr.
HAROLD E. SMITH, JR.
Notary Public, State of Florida
My Comm. Expires March 10, 1998
Comm. No. CC 354703

Date:

February 6, 1995

Vanessa Carpenter
(INCORPORATOR)

(INCORPORATOR)

(INCORPORATOR)

(INCORPORATOR)

(INCORPORATOR)

"I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation."

Harold E. Smith, Jr. *Vanessa Carpenter*
(INCORPORATOR)

HAROLD E. SMITH, JR.
Notary Public, State of Florida
My Comm. Expires March 10, 1998
Comm. No. CC 354703