

All American Corporate Service

Corporate and Legal Services

1 Columbia Place, 4th Floor

Albany, NY 12207

Telephone:

(518) 465-2378

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(518) 432-0742

TRANSMITTAL LETTER

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05/22/95

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*****78.75 *****78.75

Department of State
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

Subject: «Title»

Enclosed is and original and one (1) copy of the articles of incorporation and a check for \$78.75 Filing Fee and Certificate

From Teri Mayor
All American Corporate Service
1 Columbia Place, 4th Floor
Albany, NY 12207
(518) 465-2378

FILED
95 MAY 24 PM 1:20
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Please return the certificate to me as soon as possible in the enclosed Federal Express envelope.

Thank you very much.

Sincerely,



Teri Mayor
Business Supervisor

WWS130

Articles of Incorporation

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

Article I Name

The name of the corporation shall be: V and E International Inc.

Article II Principal Office

The principal place of business and mailing address of this corporation shall be:

36 Beachway Drive
Palm Coast, FL 32137

Article III Shares

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 200 Non Par Value

Article IV Initial Registered Agent and Street Address

The Name and address of the initial registered agent is:

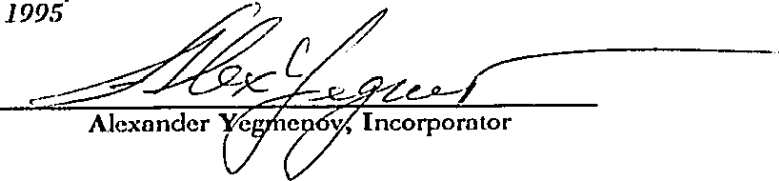
Elena Kotomin
36 Beachway Drive
Palm Coast, Florida 32137

Article V Incorporator

The name and street address of the incorporator to these Articles of Incorporation is:

Alexander Yegmenov
1 Columbia Place, 4th Floor
Albany, NY 12207

The undersigned incorporator has executed these Articles of Incorporation this 22nd day of May, 1995


Alexander Yegmenov, Incorporator

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.050,
FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED
UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE
FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED
OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: V and E International Inc.

2. The name and address of the registered agent and office is:

Elona Kotomin

36 Beachway Drive

Palm Coast, Florida 32137

*Having been named as registered agent and to accept service 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 statutes
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.*

E. Kotomin

Date 05/22/95

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

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