



THE COMPANY CORPORATION

Three Christina Centre • 200 N. Walnut Street • Wilmington, Delaware 19801 • Telephone (302) 575-0440 • Fax (302) 575-1346

P95000056718

June 30, 1995

Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-07/25/95--01111--011
*****70.00 *****70.00

RE: VL Enterprises Inc.
P331319OVLVOL

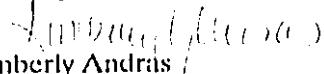
Dear Sir or Madam:

Enclosed please find Articles of Incorporation, Agent Acceptance Statement and our check(es) in the amount of \$70.00 for VL Enterprises Inc.

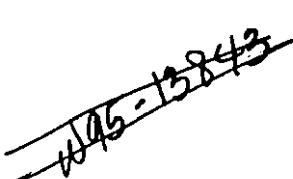
Please file at your earliest convenience and return confirmation to my attention at the address which is listed above.

Please feel free to contact me directly at 1-302-575-0440, ext. 208 with questions regarding the enclosed application.

Sincerely,


Kimberly Andras

enc.



DMP
7-10-95

502

SEARCHED
INDEXED
SERIALIZED
FILED
JULY 11 1995
CLERK'S OFFICE
DEPARTMENT OF STATE
STATE OF DELAWARE
22:00 PM 22 JUN 1995



FLORIDA DEPARTMENT OF STATE
Sandra B. Martham
Secretary of State

July 10, 1995

KIMBERLY ANDRAS
THE COMPANY CORPORATION
201 N WALNUT STREET, 3 CHRISTINA CENTRE
WILMINGTON, DE 19801

SUBJECT: VL ENTERPRISES, INC.
Ref. Number: W95000013843

We have received your document for VL ENTERPRISES, INC. and check(s) totalling \$70.00. However, your check(s) and document are being returned for the following:

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.

If we have had no written response within 60 days of this letter, we will consider your document abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 595A00033154



THE COMPANY CORPORATION

Three Christina Center • 201 N. Walnut Street • Wilmington, Delaware 19801 • Telephone (302) 575-0440 • Fax (302) 575-1446

July 17, 1995

Secretary of State
Corporation Department
PO Box 6327
Tallahassee, FL 32314
Attention: Doris McDuffie, Corporate Specialist

Re: VML Enterprises, Inc.

Dear Ms. McDuffie:

Enclosed please find resubmitted documents along with
copies of your correspondence dated July 10, 1995.

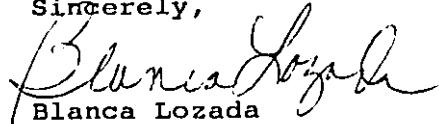
The Articles of Incorporation have been updated to include
the name, VML Enterprises, Inc.

We appreciate a speedy filing of these important documents
at this time.

Please do not hesitate to contact me at 800-542-2677
ext. 7003, with further questions regarding this filing.

Thank you for your prompt attention to this important
filing.

Sincerely,


Blanca Lozada
Corporate Service Representative

ARTICLES OF INCORPORATION
OF
VML Enterprises, Inc.

The undersigned natural person(s), of the age of 21 or more, acting to form a corporation under the corporate laws of the state of Florida do hereby certify the following:

FIRST: The name of the corporation shall be **VML Enterprises, Inc.**

SECOND: The address of the initial registered office of the corporation is 200 - A John Knox Road, Tallahassee FL 32303-6643, County of Leon. The name of the registered agent located at said address is Larry Wolfe.

THIRD: The principal address of the corporation is 905 S. Bayshore Dr., Tower 2 Suite 1622; Miami FL 33131.

FOURTH: The purpose for which this corporation is organized shall be to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

FIFTH: The total authorized stock of this corporation is divided into 1 shares of no par value.

SIXTH: The number of directors constituting the initial board of directors is two, and the name(s) and address(es) who will serve as directors until the first annual meeting of shareholders or until their successors are as follows:

Michael Volovitz and Frank Lyon, both of
905 S. Bayshore Dr., Tower 2 Suite 1622; Miami FL 33131

SEVENTH: The duration of the corporation is perpetual.

EIGHT: This is Close Corporation.

NINTH: The name(s) and address(es) of the persons who are to act as incorporator(s) are as follows:

Kimberly Andras c/o The Company Corporation
Three Christina Centre, 201 N. Walnut St., Wilmington DE 19801

We (I), the undersigned, being all the incorporators of the corporation identified above, declare that we have examined the foregoing this 30th day of June, 1995.

Kimberly Andras
State of Delaware

County of New Castle

THE FOREGOING instrument was acknowledged and sworn to before me this 30th day of June, 1995 by Kimberly Andras. SUSAN M. GRIFFIN

NOTARY PUBLIC-DELAWARE
Appointed October 6, 1994
Term 2 Years

Susan M. Griffin
Notary Public

This document was prepared by Kimberly Andras, Three Christina Centre, 201 N. Walnut Street, Wilmington DE 19801 (302) 575-0440

7-21-1987
05-10-87 10:12:21

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

In compliance with Section 607.1507, Florida Statutes, the following is submitted:

First, this VML Enterprises, Inc.,
desiring to organize under the laws of the state of Florida with its principal place of
business located in the city of Tallahassee, State of
Florida, has named Larry Wolfe located at 200 - A John Knox Road, Tallahassee, FL
32303-6643 as its agent for service of process within Florida.

Having been named to accept service of process for the above stated
corporation, at the place designated in this Certificate, I hereby agree to act in this
capacity, and I further agree to comply with the provisions of all statutes relative to
the proper and complete performance of my duties.



Larry Wolfe

6/30/85

Date