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FILED  
96 MAR 20 PM 1:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 884715 82767A

AUTHORIZATION :

COST LIMIT : \* PPD

ORDER DATE : March 18, 1996

ORDER TIME : 9:55 AM

ORDER NO. : 884715

CUSTOMER NO: 82767A

CUSTOMER: Paul N. Bloomgarden, Esq  
PAUL N. BLOOMGARDEN, PA

Suite 100a  
8551 W. Sunrise Boulevard  
Ft. Lauderdale, FL 33322

2000001747582  
-03/18/96--01098--007  
\*\*\*122.50 \*\*\*122.50

DOMESTIC FILING

NAME: VP DEVELOPMENT, INC.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION  
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY  
☐ PLAIN STAMPED COPY  
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cynthia A Helentjaris

EXAMINER'S INITIALS: \_\_\_\_\_

RECEIVED  
SECRETARY OF STATE  
MAR 19 1996  
TALLAHASSEE, FLORIDA

W96-5812

3-21-96  
H

LAW OFFICES  
PAUL M. BLOOMGARDEN, P. A.  
SUITE 100A  
8801 WEST BUNNIE BOULEVARD  
PORT LAUDERDALE, FLORIDA 33055

PAUL M. BLOOMGARDEN  
ALSO KNOWN NEW YORK BAR  
NICH KIMMEL

(954) 370-2222  
FAX (954) 370-2211

March 15, 1996

Secretary of State  
Corporate Division  
P.O. Box 6327  
The Capitol  
Tallahassee, Florida 32314

Re: VP DEVELOPMENT, INC.

Gentlemen:

I am enclosing herewith an original and a copy of Articles of Incorporation for the above-named corporation. In addition, a check in the sum of \$122.50 is enclosed which represents the following:

Filing fee	\$ 35.00
Certified copy	\$ 52.50
Registered agent fee	<u>\$ 35.00</u>
Total	\$122.50

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Your prompt attention to this matter would be appreciated.

Very truly yours,

  
Fredda Fierro, Secretary to  
Paul M. Bloomgarden

PMB:ff  
Enc.  
cc: Mr. Passmore



FLORIDA DEPARTMENT OF STATE  
Sandra B. Morthum  
Secretary of State

March 18, 1996

OSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

SUBJECT: VP DEVELOPMENT, INC.  
Ref. Number: W96000005812

RECEIVED  
96 MAR 20 PM 1:20  
DIVISION OF CORPORATIONS

*Resubmit*

We have received your document for VP DEVELOPMENT, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

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) 487-6932.

Teresa Brown  
Corporate Specialist

Letter Number: 596A00012237

ARTICLES OF INCORPORATION  
OF  
VPC DEVELOPMENT, INC.

FILED  
96 MAR 20 PM 1:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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ARTICLE I - NAME

The name of this Corporation is VPC DEVELOPMENT, INC.

ARTICLE II - DURATION

This Corporation shall have perpetual existence commencing upon filing of these Articles.

ARTICLE III - PURPOSE

This Corporation is organized for the following purposes:

A. To purchase, or in any way acquire for investment or for sale or otherwise, lands, contracts for the purchase or sale of lands, buildings, improvements, and any other real property of any kind or any interest in the real property, and as the consideration for same to pay cash or to issue the capital stock, debenture bonds, mortgage bonds, or other obligations of the corporation, and to sell, convey, lease, mortgage, deed in trust, turn to account, or otherwise deal with all or any part of the property of the corporation; to make and obtain loans on real estate, improved or unimproved, and on personal property, giving or taking evidences of indebtedness and securing the payment of the loans by mortgage, trust deed, pledge or otherwise, and to enter into contracts to buy or sell any property, real or personal; to buy and sell mortgages, trust deeds, contracts, and evidences of indebtedness; to purchase or otherwise acquire, for the purpose of holding or disposing of the same, real or personal property of every kind and description, including the good will, stock, rights, and property of any person, firm association, or corporation, paying for the same in cash, stock or bonds of this corporation; and to draw, make, accept, endorse, discount, execute, and issue promissory notes, bills of exchange, warrants, bonds, debentures, and other negotiable or transferable instruments, or obligations of the corporation, from time to time, for any of the objects or purposes of the corporation without restriction or limit as to amount.

B. To have and to exercise all the powers now or hereafter conferred by the laws of the State of Florida upon corporations organized pursuant to the laws under which this Corporation is

organized and any and all acts amendatory thereof and supplemental thereto.

#### ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of One (\$1.00) Dollar par value common stock.

#### ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is Suite 100A, 8551 West Sunrise Boulevard, Fort Lauderdale, Florida 33322 and the name of the initial registered agent of this corporation at that address is Paul M. Bloomgarden.

#### ARTICLE VII - INITIAL MAILING ADDRESS

The initial mailing address of this corporation is:

8551 W. Sunrise Boulevard, #100A  
Ft. Lauderdale, FL 33322

#### ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This Corporation shall have 3 directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The name and address of the initial director of this Corporation are:

C.E. Passmore  
7053 N.W. 3 Avenue  
Boca Raton, FL 33487

Jaime Passmore  
7053 N.W. 3 Avenue  
Boca Raton, FL 33487

Joseph W. Vecchia, Jr.  
1100 N. Federal Highway  
Boca Raton, FL 33432

#### ARTICLE IX - INCORPORATOR

The name and address of the incorporator signing these Articles is:

C. E. Passmore  
7053 N. W. 3 Avenue  
Boca Raton, Florida 33487

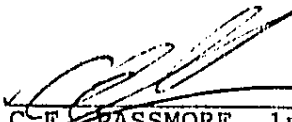
ARTICLE X - INDEMNIFICATION

This Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI - AMENDMENT

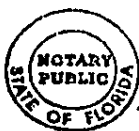
This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders are subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator executed these Articles of Incorporation this 24 day of March, 1996.

  
C.E. PASSMORE, Incorporator

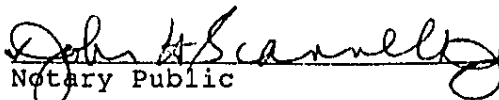
STATE OF FLORIDA       )  
                              SS  
COUNTY OF BROWARD    )

The foregoing instrument was acknowledged before me this 8 day of March, 1996 by C.E. PASSMORE who is personally known to me or who has produced his Florida drivers license as identification and who did take an oath.



JOHN H. SCANNELL, JR.  
My Comm Exp. 7/24/98  
Bonded By Service Ins  
No. CC394815

☒ Personally Known    ☐ Other I.D.

  
Notary Public

DESIGNATION OF REGISTERED AGENT

FOR  
VPC DEVELOPMENT, INC.

FILED

96 MAR 20 PM 1:46

SECRET  
TALLAHASSEE, FLORIDA

In compliance with Section 48.091, Florida Statutes, VP DEVELOPMENT, INC. desiring to organize and qualify under the laws of the State of Florida, hereby names Paul M. Bloomgarden located at Suite 100A, 8551 W. Sunrise Boulevard, Ft. Lauderdale, Florida 33322 as its agent to accept service of process within Florida.

DATED: March 8, 1996



C.E. PASSMORE, Incorporator

ACCEPTANCE

Having been named to accept service of process for the above named 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.

DATED: March 15, 1996



PAUL M. BLOOMGARDEN, Registered Agent