

3/20/90

FLORIDA DIVISION OF CORPORATIONS

11:40 AM

((H9600004486))

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS FROM: EMPIRE CONSULTING COMPANY

DEPARTMENT OF STATE 192 W. FLORIDA STREET

STATE OF FLORIDA SUITE 200

TALLAHASSEE, FLORIDA 32399 TAMPA, FL 3135-800

FAX: (904) 22-4000

CONTACT: RAY STORMONT

PHONE: (305) 541-3694

FAX: (305) 541-3770

((H96000004486))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: VENDIA CONSULTING CORP.

FAX AUDIT NUMBER: H96000004486

CURRENT STATUS: REQUESTED

DATE REQUESTED: 03/28/1996

TIME REQUESTED: 11:39:44

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 4

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$122.50

ACCOUNT NUMBER: 072450003255

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H96000004486))

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

Help F1 Option Menu F2

NUM CAPS Connect: 00:09:4

FILED
96 MAR 28 PM 4:13
SECRETARIAT OF STATE
TALLAHASSEE, FLORIDA

03/28/1996 11:40 AM

03/28/1996 11:40 AM

FILED

96 MAR 28 PM 4: 1

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
VENDIA CONSULTING CORP.

The undersigned adopts the following Articles of Incorporation to form a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be Vendia Consulting Corp.

ARTICLE II - COMMENCEMENT & DURATION

The corporation shall commence its existence on March 28, 1996 and shall exist perpetually unless sooner dissolved according to law.

ARTICLE III - ADDRESS

The mailing address of the corporation is 3622 Alcantara Ave., Miami FL 33178.

ARTICLE IV - STATED CAPITAL

The corporation is authorized to issue the following capital stock:

<u>No. Shares</u>	<u>Classification</u>	<u>Par Value</u>
500	Common	\$1.00

Subject to applicable Florida statutes, every Shareholder, upon the sale of any new stock of the corporation of the same kind, class or series as he or she already holds, shall have the

Prepared by:
ANN FISHER, P.A.
1514 Zuhls Avenue
Coral Gables, FL 33146
305-665-5944
File No: 0328227

9844000096 H

9844000096 H

H 960000 04486

right to purchase his or her 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 V - REGISTERED AGENT

The name and address of the Registered Agent of the corporation is Mic H. J. Pelzer, 3622 Alcantara Ave., Miami FL 33178.

ARTICLE VI - INCORPORATOR

The name and address of the incorporator of the corporation is Mic H. J. Pelzer, 3622 Alcantara Ave., Miami FL 33178.

ARTICLE VII - BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may be increased or decreased from time to time thereafter according to the bylaws of the corporation but shall never be less than one. The name and street address of the initial director of this corporation is Mic H. J. Pelzer, 3622 Alcantara Ave., Miami FL 33178.

ARTICLE VIII - SHAREHOLDER PROPERTY

Private property of the shareholders shall not be subject to the payment of the corporation's debts. The corporation shall have a first lien on the shares of its shareholders and upon the dividends due them for any indebtedness of the shareholders to the corporation.

ARTICLE IX - AMENDMENTS TO ARTICLES

The Directors shall have the power to amend or repeal these Articles of Incorporation with not less than a two-thirds vote of the common stock.

H 960000 04486

IN WITNESS WHEREOF, the undersigned incorporator executes these Articles of
Incorporation this 28 day of March, 19 96.


Incorporator

ACCEPTANCE BY REGISTERED AGENT

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.


Registered Agent

Date: 03.28.96

FILED
96 MAR 28 PM 4: 14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H 9600000096 H

H 9600000096 H