

P96000053322

Law Offices of Khuong K. Vu, P.A.

5944 34th Street N., Suite #6
St. Petersburg, FL 33714

Tel: (813) 520-4212
Fax: (813) 520-4166

6/17/96

Draft of Corporation

P.O. Box 6327

Tallahassee FL 32314

GENERAL FILING FEES
06/21/96 - 06/21/96
****127.00 ****127.00

RE Incorporation filing
Vander & McWayne Corp.

Enclosed are the articles of incorporation for the above corp.,
together with a check for
\$127.00 for the filing fee and
a certified copy.

Please send everything back
to my attention at the address
above. Thank you. Looking forward

B. REGISTER JUN 24 1996 HUONG K. VU
ESQUIRE

ARTICLES OF INCORPORATION
OF
VUONG & HOUYEN CORP.

The undersigned, desiring to form a corporation for profit pursuant to the law of the State of Florida, do hereby certify as follows:

ARTICLE ONE

The name of this corporation shall be:

VUONG & HOUYEN CORP.

ARTICLE TWO

The general nature of the business to be transacted by the corporation and the purpose for which it is formed are to be as follows:

(a) Retail Sales in the State of Florida pursuant to the laws of Florida and the U.S.A.

(b) To do any activity as a corporation organized under chapter 607 of the Florida Statutes may now or hereafter lawfully do, to do, and for the accomplishment of any of the purposes or the attaining of any of the objects enumerated in these Articles of Incorporation, or any of the amendments hereof, either as principal or agent, and either alone or in connection with other firms, corporations or individuals, all and every thing necessary, suitable, convenient, or proper for, or in connection with, or incident to, the accomplishment of any of the purposes or the attainment of any one or more objects herein enumerated, or designed directly or indirectly to promote the interest of this corporation or to enhance in and carry on any and every lawful activity in any manner whatsoever not prohibited by law, whether or not the same to be necessary or incident to the attainment of the objects of this corporation, or whether or not such activity is similar in nature to the objects set forth in these Articles of Incorporation or any and all powers, rights, and privileges which a corporation may now or hereafter be organized, authorized, or empowered to do or exercise under Chapter 607 of the Florida Statutes, or under any act amendatory thereto, supplemental thereto, or substituted therefor.

(c) The foregoing paragraph shall be construed as enumerating the purposes, objects, and powers of this corporation and no recitation, expression or declaration of specific powers or purposes herein enumerated shall be deemed to be exclusive, but it is hereby expressed and declared that all other lawful powers not inconsistent herewith are hereby included.

SEARCHED
INDEXED
SERIALIZED
FILED
JUN 20 1974
FBI - MIAMI
FEDERAL BUREAU OF INVESTIGATION

ARTICLE THREE

The term for which this corporation shall exist shall be perpetual.

ARTICLE FOUR

The maximum amount of capital stock that the corporation is authorized to have outstanding shall be 100 shares at a par value of \$100.00 per share, each share of which shall entitle the owner thereof to one vote at any meeting of the stockholders. The whole or any part of the capital stock of this corporation shall be payable in lawfull money of the United States of America, or property, at a just valuation to be fixed by the stockholders.

ARTICLE FIVE

The beginning capital of this corporation shall be \$5,000.00.

ARTICLE SIX

The corporation shall not have directors.

ARTICLE SEVEN

The street address in the State of Florida of the principal office of corporation is:

11217 Bramblebrush St.
Tampa, FL. 33624

ARTICLE EIGHT

The business of the corporation shall be managed by its officers, who shall be elected annually by the stockholders of the corporation. The initial officers of the corporation shall be as follows:

PRESIDENT:	UyVien G. Nguyen 11217 Bramblebrush St. Tampa, FL. 33624
VICE-PRESIDENT:	Phuc Q. Vuong 11217 Bramblebrush St. Tampa, FL. 33624
SECRETARY /TREASURER:	Thuy-Trang N. Nguyen 11217 Bramblebrush St. Tampa, FL. 33624

ARTICLE NINE

The name and address of the person signing these Articles of Corporation as subscriber is as follows:

UyVien G. Nguyen
11217 Bramblebrush St.
Tampa, FL. 33624

ARTICLE TEN

The registered agent and registered office of this corporation shall be:

UyVien G. Nguyen
11217 Bramblebrush St.
Tampa, FL. 33624

ARTICLE ELEVEN

The sale of common stock of the corporation shall be restricted except by mutual agreement of all stockholders.

ARTICLE TWELVE

In the event of issuance or sale of corporate shares, the existing stockholders shall have preemptive rights thereto.

IN WITNESS WHEREOF, the undersigned has made, subscribed, and acknowledged these Articles of Incorporation this 17th day of June, 1996.



UyVien G. Nguyen
11217 Bramblebrush St.
Tampa, FL. 33624

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

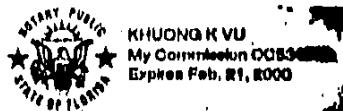
I HEREBY CERTIFY that on this day before me, a Notary Public

authorized in the State and County aforesaid to take acknowledgments, personally appeared Dy Van G. Nguyen, to me well known to be a person described in and who executed the foregoing Articles of Incorporation as subscriber and resident agent respectively, and he acknowledged before me that he signed the same and uses and purposed therein set forth.

WITNESS my hand and official seal this 17 day of May, 1996.

Khong K. Vu

NOTARY PUBLIC
MY COMMISSION EXPIRES:



ACCEPTANCE OF DESIGNATION AS RESIDENT AGENT I, Van G. Nguyen hereby accept designation as Resident Agent on this 17 day of May, 1996.

Van G. Nguyen

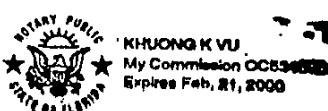
STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I HEREBY CERTIFY that on this day before me, a Notary Public authorized in the State and County aforesaid to take acknowledgments, personally appeared Dy Van G. Nguyen, to me well known to be a person described in and who executed the foregoing Articles of Incorporation as subscriber and resident agent respectively, and he acknowledged before me that he signed the same and uses and purposed therein set forth.

WITNESS my hand and official seal this 17 day of May, 1996.

Khong K. Vu

NOTARY PUBLIC
MY COMMISSION EXPIRES:



55 JUN 20 1996 7:42
STATE
TALLAHASSEE, FLORIDA

P9 6000053322

Vuong & Nguyen Inc.
11217 Bramblebrush St.
Tampa, FL 33624

August 18, 1997

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee FL 32314

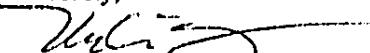
Subject: Dissolution of Corporation

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SERIALIZED
FILED
AUG 25 1997
CLERK'S OFFICE
FLORIDA DEPT OF STATE
TALLAHASSEE

To Whom It May Concerned:

The purpose of this letter serves as a request of dissolution of Vuong & Nguyen Inc. filed on the 20th day of June, 1996 to be effected on this 18th day of August, 1997 for the reason marked on the Article of Dissolution. Please feel free to call me at (813) 979-9092 if you have any question.

Sincerely,



Uyvien Nguyen, President

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*****35.00 *****35.00

VO/DLS
D6
9/2/97

ARTICLES OF DISSOLUTION

Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: VUONG S. NGUYEN INC.

SECOND: The articles of incorporation were filed on: 06/20/1996

THIRD: (CHECK ONE)

- None of the corporation's shares have been issued.
- The corporation has not commenced business.

FOURTH: No debt of the corporation remains unpaid.

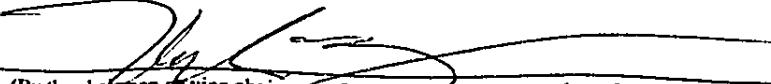
FIFTH: The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.

SIXTH: Adoption of Dissolution (CHECK ONE)

- A majority of the incorporators authorized the dissolution.
- A majority of the directors authorized the dissolution.

Signed this 18th day of August, 19 97.

Signature


(By the chairman or vice chairman of the board, president, or other officer - if there are no officers or
directors, by an incorporator.)

NGUYEN NGUYEN

(Typed or printed name)

President

(Title)