

P96000103262

DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
P.O. BOX 6327
TALLAHASSEE FL. 32314.

DATE 12-23-96

200002039752--5
-12/27/96--01089--011
**** 1.00 ****122.50

DEAR SIR /MADAM ,

ENCLOSED PLEASE FIND ARTICLES OF INCORPORATIONS FOR F & V OF VIRGINIA INC
WITH TWO CHECKS, IN THE AMOUNT OF \$122.50. THE DOLLARS AS DESCRIBED ARE
FOR THE FILING FEES AND DESIGNATION OF REGISTERED AGENT WHOSE NAME IS
MAX GRACIA.

ALSO, I HAVE ENCLOSED TWO COPIES OF THE ARTICLES. PLEASE RETURN ONE
SET TO ME WITH THE FILING DATE STAMPED ON IT.

THANKS AND REGARDS,

RESPECTFULLY ,

Max Gracia
SIGNATURE

FILED
96 DEC 24 PM 12:55
TALLAHASSEE, FLORIDA

296A00057139

B. REGISTER DEC 24 1996

ARTICLES OF INCORPORATION OF

F & V OF VIRGINIA INC.

ARTICLE ONE

THE NAME OF THE CORPORATION IS F & V OF VIRGINIA INC.

ARTICLE TWO

THIS CORPORATION IS TO DEVELOPE A CONCERN, WHEREAS, THE BUSINESS WILL ENGAGE IN THE RETAIL SALES OF CHILDREN'S CLOTHING, KATS, EYEGASSES, PAGERS, TELEPHONES AND HAIR PRODUCTS. IF GRANTED CORPORATE STATUS THE BUSINESS WILL ALSO ENGAGE IN OTHER RETAIL SALES VENTURES AS PROVIDED BY STATURE.

ARTICLE THREE

THE PERIOD OF DURATION IS - PERPETUALITY.

ARTICLE FOUR

THE AGGREGATE NUMBER OF SHARES WHICH THE CORPORATION SHALL HAVE THE AUTHORITY TO ISSUE ARE 2000 AT A PAR VALUE OF ONE DOLLAR EACH.

ARTICLE FIVE

THE CORPORATION WILL NOT COMMENCE ITS BUSINESS UNTIL IT HAS RECEIVED FOR THE ISSUANCE OF SHARES CONSIDERATION OF THE VALUE TWO THOUSAND DOLLARS.

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ARTICLE SIX

THE STREET ADDRESS OF ITS INITIAL REGISTERED OFFICE IS 304 S. ORANGE BLOSSOM TRAIL, ORLANDO FLORIDA 32805. THE NAME OF THE INITIAL REGISTERED 'AGENT' IS MAX GRACIA. 304 S Orange Blossom Trail, Orlando, FL 32805. THE PRINCIPAL PLACE OF BUSINESS IS THE SAME AS THE REGISTERED OFFICE.

ARTICLE SEVEN

THE NUMBER OF DIRECTORS WHICH WILL CONSTITUTE THE BOARD OF DIRECTORS IS ONE. THE NAMES AND ADDRESSES OF THE PERSONS WHO WILL SERVE AS DIRECTORS ARE AS FOLLOWS ;

NAMES

ADDRESSES

MAX GRACIA

4437 CYPRESS STREET
ORLANDO, FLORIDA 32811

ARTICLE EIGHT

THE BOARD OF DIRECTORS SHALL HAVE THE POWER TO SET AND DEVELOP ITS BY-LAWS WITHOUT RESTRICTION OF THEIR POWERS CONFERRED BY STATUS.

ARTICLE NINE

THE NAME AND ADDRESS OF THE INCORPORATOR IS
CARLTON THOMAS
304 SO. O.B.T.
ORLANDO FL. 32805

Carlton Thomas

THE DUTIES AND POWERS OF THE INCORPORATOR SHALL CEASE ONCE THE BUSINESS IS GRANTED CORPORATE STATUS.

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANISED UNDER THE LAWS OF THE STATE OF FLORIDA SUBMITS THE FOLLOWING STATEMENTS IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. THE NAME OF THE CORPORATION IS:

F & V OF VIRGINIA INC.

2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:

MAX GRACIA
(NAME)

304 S. ORANGE BLOSSOM TRAIL
(P.O. BOX NOT ACCEPTABLE)

ORLANDO, FL 32086
(CITY/STATE/ZIP)

HAVING BEEN NAMED AS REGISTERED AGENT 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 SATUTES 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.

Max Gracia
(SIGNATURE)

12 - 23 - 96
(DATE)