

P97000005321

01/17/97

3:12

NO. 447

081

1/16/97

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

3:10 PM

((H97000000971 6))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305)599-0839

ACCT#: 071001002335

FAX #: (305)716-0346

NAME: VIC INTERNATIONAL, INC.
AUDIT NUMBER.....H97000000971
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..0
CERT. COPIES.....1

PAGES..... 6
DEL.METHOD.. FAX
EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

RECEIVED
97 JAN 17 PM 12:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
97 JAN 17 PM 2:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Handwritten signature and date: 1/17/97

01/17/97

13:12

904-922-3709

NO. 447 DB2

14-922-3709

01/17/97 10:20 Fl. Dept. of State pl /1



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 17, 1997

EMPIRE

SUBJECT: VIC INTERNATIONAL, INC.
REF: W97000001276

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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.

CONFLICTS WITH VIX INTERNATIONAL, INC., C32556, FILED 04/27/92, CLEARWATER, FL.

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) 487-6933.

Dana Calloway
Document Specialist

FAX Aud. #: H97000000971
Letter Number: 797A00002544

01/17/97

13:12

NO.447 083

H97000000971

FILED

97 JAN 17 PM 2:06

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

VITS STORES INC.

We, the undersigned, all of whom are of legal age, do hereby associate ourselves for the purpose of becoming a corporation.

ARTICLE I

NAME

The name of this corporation shall be;

VITS STORES INC.

ARTICLE II

GENERAL NATURE OF BUSINESS

The general nature of business and the objects and purposes proposed to be transacted and carried on are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might or could do, viz:

- a. To be engaged in the business of wholesale and retail of general merchandise, accessories and supplies.
- b. To conduct and operate any and all other kind of business or affairs authorized by the laws of the State of Florida and of the United States of America.

ARTICLE III

CAPITAL STOCK

The capital stock of this corporation shall be one thousand (1,000) shares, \$1.00 par value. All of said stock shall be payable in cash, equipment, property, real or personal, labor or service in lieu of cash, at a just valuation to be fixed by the Board of Directors of this Corporation.

Prepared by: Antonio Correa
1940 S. Bayshore Lane
Miami, FL 33123
(305)445-5121

H97000000971

H97000000971

ARTICLE IV**CAPITAL TO BEGIN BUSINESS**

The amount of capital with which this corporation shall begin business shall be Five Hundred Dollars, (\$ 500.00).

ARTICLE V**CORPORATE EXISTENCE**

This corporation shall exist perpetually unless soon dissolved according to the law.

ARTICLE VI**PRINCIPAL PLACE OF BUSINESS**

The principal place of business of said corporation shall be at 29 S.E. 2nd Avenue, Miami, Florida, 33131 with the privilege of having branch offices at other places within or without the State of Florida. The Board of Directors may, from time to time, move the principal office to any other address.

ARTICLE VII**NUMBER OF DIRECTORS**

The number of directors of this corporation shall be not less than one and no more than five. The number of directors may be increased or diminished, from time to time, by by-laws adopted by the stockholders.

H97000000971

H97000000971

ARTICLE VIII**DIRECTORS**

The names and post office addresses of the First Board of Directors of this Corporation who shall hold office for the first year or until their successors are chosen, shall be:

NAME	ADDRESS
Antonino Correa	1940 S. Bayshore Lane Miami, Florida 33123

ARTICLE IX**SUBSCRIBERS**

The names and addresses of the initial subscribers signing these Articles of Incorporation, the number of shares of stock which they agree to take and the value of the consideration therefore are:

NAME	ADDRESS	SHARE	CONSIDERATION
Antonino Correa	1940 S. Bayshore Lane Miami, Fl. 33123	500	\$ 500.00

ARTICLE X**AMENDMENT OF ARTICLES**

This Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute or set out in the corporate By-Laws, so long as same does not conflict with the Florida Statutes.

H97000000971

01/17/97

13:12

NO. 447 006

H9700000971

ARTICLE XI

REGISTERED AGENT

The name and address of the initial registered agent of the corporation shall be:

Antonino Correa
1940 S. Bayshore Lane
Miami, Florida 33123

ARTICLE XII

OFFICERS

The names and addresses of the officers who will serve until the first election of appointment under these Articles of Incorporation are:

NAME	ADDRESS	POSITION
Antonino Correa	1940 S. Bayshore Lane Miami, Florida 33123	President, Secretary/Treasurer

H9700000971

01/17/97

13:12

NO.447 007

H97000000971

IN WITNESS WHEREOF, We the undersigned, being the original subscribers to the capital stock here in above named, for the purposes of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, do make and file these Articles, hereby declaring and certifying that the stated are true, and do respectfully agree to take the number of shares hereinabove mentioned, and hereunto set our hands and seal, this 15th day of January, 1997.


ANTONINO CORREA

STATE OF FLORIDA)

COUNTY OF DADE)

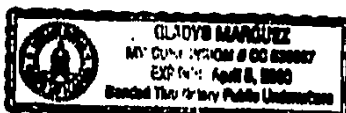
ss

BEFORE ME, the undersigned authority, personally appeared Antonino Correa, who is known to me to be the persons described in and who executed the foregoing Articles to be the act and deed of the signer respectively and respectfully, and the facts and matter therein set forth are true and correct.

WITNESS my hand and my seal at Miami, Dade County, Florida this 15th day of January, 1997.


NOTARY PUBLIC STATE OF
FLORIDA AT LARGE

My Commission Expires



H97000000971

01/17/97

13:12

NO.447 D08

H97000000971

**CERTIFICATE DESIGNATING PLACE OF BUSINESS DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA
AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

First, that VITS STORES INC. desiring to organize under the laws of the state of Florida, with its principal place of business at the County of Dade state of Florida, has named Antonino Correa, of 1940 S. Bayshore Lane, Florida 33123, as its agent to accept service of process within the state of Florida.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certification, 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.



ANTONINO CORREA

FILED
97 JAN 17 PM 2:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H97000000971