

*Parsons*

LAZARUS CORPORATE FINANCIAL SERVICES, INC.  
 Registered Name  
 890 N.W. 7th Avenue, Suite 16  
 Address  
 MIAMI, FLORIDA 33174 (305)552-5973  
 City/State/Zip Phone #  
 LOCAL REPRESENTATIVE TALLAHASSEE

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. VITMAN GROUP, INC. 200002133592  
 (Corporation Name) (Document #) 04/04/97 01036-026  
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2. \_\_\_\_\_  
 (Corporation Name) (Document #)
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 (Corporation Name) (Document #)
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 (Corporation Name) (Document #)

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 97 APR -4 PM 1:15  
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 TALLAHASSEE FLORIDA  
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 97 APR -4 AM 10:38  
 DIVISION OF CORPORATION

- Walk in   
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  Certified Copy  
 Mail out   
  Will wait   
  Photocopy   
  Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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Examiner's Initials

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TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**VITMAN GROUP, INC.**

The undersigned, acting as Incorporators of a Corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

**ARTICLE I**

**NAME**

The name of this Corporation is **VITMAN GROUP, INC.**

**ARTICLE II**

**DURATION**

This Corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

**ARTICLE III**

**PURPOSE**

The general purposes for which this Corporation is organized are the following:

- A. To engage in and transact any lawful business for which a corporation may be incorporated under the Florida Business Corporation Act. No other purpose limits this general purposes in any way.
- B. To do such other things as are incidental to the purposes of this Corporation, or necessary or desirable in order to accomplish them.

**ARTICLE IV**

**CAPITAL STOCK**

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is **TWO HUNDRED (200)** shares of Common Stock, having a par value of **ONE HUNDRED (\$100.00)** dollars per share. All said shares shall be payable in cash, property, labor, or services at a valuation to be fixed by the Board of Directors.

**ARTICLE V**

**ADDRESS**

The address of the principal office of this Corporation is: **468 Deleon Drive, Miami Springs, Florida 33166.**

**ARTICLE VI**

**DIRECTORS**

The number of Directors constituting the initial Board of Directors is **Two (2)**. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one (1).

**ARTICLE VII**

**INITIAL DIRECTORS**

The names and address of the initial Directors of this Corporation are:

**ISABEL VITERI**

**468 DELEON DRIVE  
MIAMI SPRINGS, FL. 33166**

SOPHIE VITERI BERMAN

5555 Collins Avenue, Apt. 15-D  
Miami Beach, Florida 33140

**ARTICLE VIII**

**INCORPORATOR**

The name and address of the Incorporator signing these Articles of Incorporation is:

ISABEL VITERI

468 DELEON DRIVE  
MIAMI SPRINGS, FL. 33166

**ARTICLE IX**

**INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the initial Registered Office of this Corporation is 782 NW LeJeune Road, Suite 548, Miami, Florida, and the name of the initial Registered Agent at that address is JOSE M. MARQUEZ.

**ARTICLE X**

**AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholders' Meeting by a

majority of the stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain Amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation, this 2nd day of April, 1997.

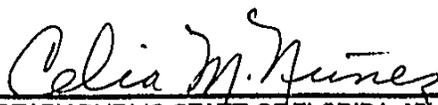
  
ISABEL VITERI  
INCORPORATOR

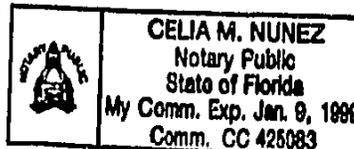
STATE OF FLORIDA )

COUNTY OF DADE )

BEFORE ME, the undersigned authority, personally appeared, ISABEL VITERI, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that she executed said instrument for the purposes therein expressed.

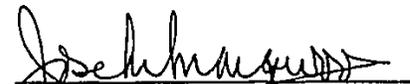
WITNESS my hand and official seal this 2nd day of April, 1997.

  
NOTARY PUBLIC STATE OF FLORIDA AT LARGE



**ACCEPTANCE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

I, the undersigned person, having been named as Registered Agent and to accept service of process for the above-stated Corporation at the place designated in this statement, 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.

  
JOSE M. MARQUEZ, ESQ.

Dated: April 2, 1997

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA