

THE LAW OFFICES OF
JOHN BRADLEY AND ASSOCIATES, P.A.

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FORT LAUDERDALE, FLORIDA 33316

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(305) 523-6160

JOHN F. BRADLEY

May 29, 1997

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-06/04/97--01034--004
*****70.00 *****70.00

Re: **VICTORIA MARIE, INC.**
Articles of Incorporation

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN -4 PM 3:54

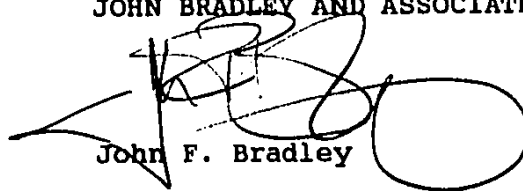
Dear Sirs,

Please find enclosed Articles of Incorporation for the above referenced matter together with a check in the amount of \$70.00 representing your fee. Please file the same at your earliest opportunity and return proof of filing to my office by the self-addressed stamped envelope enclosed.

If you have any questions please feel free to contact this office. Thanking you for your attention to this matter, I am

Sincerely yours,

JOHN BRADLEY AND ASSOCIATES, P.A.



John F. Bradley

JFB/br
Encl.
cc: Victoria Marie, Inc.

bx
6/5

ARTICLES OF INCORPORATION
OF
VICTORIA MARIE, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN -4 PM 3:54

The undersigned, acting as Incorporator for the purpose of forming a for profit Corporation under the provisions of Chapter 607 of the Florida Statutes, hereby delivers the following Articles of Incorporation for said Corporation to the Department of State of the State of Florida.

ARTICLE I

NAME

The name of the Corporation is **VICTORIA MARIE, INC.** The address for the principal office of this corporation shall be 22870 Iron Wedge Drive, Boca Raton, FL 33433.

ARTICLE II

PURPOSE

The Corporation may engage or transact in any or all lawful activities or businesses permitted under the laws of the United

States, the State of Florida, or any other state, country,
territory or nation.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation
is authorized to have outstanding at any one time is one-thousand
(1000) shares of common stock having no par value per share.

ARTICLE IV

REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the
Corporation shall be 22870 Iron Wedge Drive, Boca Raton, FL 33433
and the name of the registered agent of the Corporation at that
address is Victoria Accardi.

ARTICLE V

INCORPORATOR

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

Victoria Accardi
22870 Iron Wedge Drive
Boca Raton, FL 33433


ARTICLE VI
TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII
SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter of the Internal Revenue Code, 26 U.S.C. 1361 ET. SEQ., and shall take all actions necessary to obtain and maintain its status as an "S" Corporation as defined therein.

IN WITNESS WHEREOF, the undersigned Incorporator and Registered Agent has hereunto set his hand and seal this 29 day of May, 1997, for the purpose of forming this Corporation for profit under the laws of the State of Florida.



Victoria Accardi, Incorporator

STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared Victoria Accardi,

1. { } to me personally known to be the person described herein and who executed the foregoing instrument, and acknowledged under oath that she executed the same.

OR

2. (X) who produced identification in the form of
Pl. JV A2163-860-59-671.0,
and acknowledged under oath before me that she executed the same.

WITNESS my hand and official seal in the County and State
aforesaid this 29 day of May, 1997.


Notary Public

(Type/print Name of Notary)



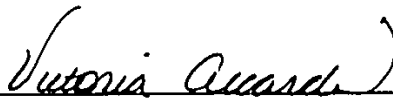
JOHN F. BRADLEY
MY COMMISSION # CC327737 EXPIRES
November 2, 1997
BONDED THRU TRU FARM INSURANCE, INC.

My Commission Expires:

FILED STATE
SECRETARY OF CORPORATIONS
97 JUN -4 PM 3:54

**ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN ARTICLES OF INCORPORATION**

Victoria Accardi, is an individual residing within the state
and maintaining a business office identical with the registered
office and having been designated as the Registered Agent in the
above and foregoing Articles, is familiar with and accepts the
obligations of the position of Registered Agent under Section
607.0505, Florida Statutes.


Victoria Accardi