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Eric L. Glazer
3130 N.E. 190th Street
Suite 304
Aventura, FL 33180
(305) 828-9475

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV -6 AM 9:55

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

Date: October 3, 1997

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-11/06/97--01033--007
****122.50 ****122.50

RE: Valuable Products & Services, Inc.

Dear Sir/Madam;

Enclosed is an original and one (1) copy of the Articles of Incorporation for the above referenced name. Also enclosed is a check in the sum of \$122.50 to cover your filing fee and cost of certified copy.

Kindly forward the certified copy to this office at your earliest convenience.

Thank you for your kind attention.

Very truly yours,


Eric L. Glazer

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**ARTICLES OF INCORPORATION
OF
VALUABLE PRODUCTS & SERVICES, INC.**

- ARTICLE I.** The name of this corporation is Valuable Products & Services, Inc., operating at 3130 N.E. 190th Street, Suite 304, Aventura, FL 33180.
- ARTICLE II.** This corporation shall have perpetual existence, unless sooner dissolved according to law.
- ARTICLE III.** This corporation is organized for the following purpose: Any lawful purpose.
- ARTICLE IV.** This corporation is authorized to issue One Thousand (1000) shares of common stock having a par value of \$1.00 per share.
- ARTICLE V.** The street address of the initial registered office of this corporation is: 3130 N.E. 190th Street, Suite 304, Aventura, FL 33180 and the name of the initial registered agent of this corporation is Eric L. Glazer, Esquire, located at 3130 N.E. 190th Street, Suite 304, Aventura, FL 33180.
- ARTICLE VI.** This corporation shall have 1 Director initially. The number of directors may be increased or diminished from time to time by By-Laws, but shall never be less than one. The name and address of the initial director of this corporation is: Eric L. Glazer, at 3130 N.E. 190th Street, Suite 304, Aventura, FL 33180.
- ARTICLE VII.** The name and street address of the person signing these Articles of Incorporation is: Eric L. Glazer, 3130 N.E. 190th Street, Suite 304, Aventura, FL 33180.
- ARTICLE VIII.** The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.
- ARTICLE IX.** This corporation shall have all the corporate powers enumerated in the Florida General Corporation Act.
- ARTICLE X.** This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.
- ARTICLE XI.** 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 at least a majority of the stock entitled to vote on said issue, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on October 3, 1997.

I AM HEREBY familiar with and accept the duties and responsibilities as Registered Agent for said corporation.

[Handwritten signature]

Eric L. Glazer
Subscriber and Registered Agent

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STATE OF FLORIDA)
) ss.
COUNTY OF DADE)

BEFORE ME, a Notary Public, personally appeared Eric L. Glazer, to me known to be the person who executed the foregoing Articles of Incorporation, and he acknowledges before me that he executed those Articles of Incorporation on October 3, 1997.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this October 3, 1997.

M M Ramos
Notary Public at Large
State of Florida

My commission expires:

