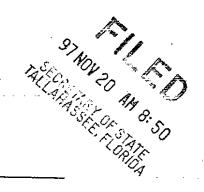
P97C Req 22546 Baca Ros City/State/2 CORPORATION I	Salane uestor's Name Middletown Dr. Address Lon, Fl. 33428 Phone # NAME(S) & DOCUMENT NUMBER	80000 -11/ *** Office Us	23524988 /20/9701009011 ***70.00 *****70.00
2	oration Name) (Docum		
3. (Corp.	oration Name) (Docum	nent #)	
□ Walk in □	Pick up time Will wait Photocopy	Certified Copy Certificate of S	
NEW FILINGS	AMENDMENTS		T. 10
Profit	Amendment		
NonProfit	Resignation of R.A., Officer/Director		NOV 20
Limited Liability	Change of Registered Agent		
Domestication	Dissolution/Withdrawal		EST 8: U
Other	Merger		10V 20 AM 8: 50 AHASSEE, FLORID
OTHER FILINGS Annual Report Fictitious Name Name Reservation	REGISTRATION/ QUALIFICATION Foreign Limited Partnership Reinstatement Trademark Other	11.34.97) A
		Examiner's Initia	als

Articles of Incorporation

of V.W.HOLDINGS INC.



The undersigned does hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is: V.W.HOLDINGS INC.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of Florida.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock, which shall be designated as "Common Shares". All of said stock shall be payable in cash, property (real or personal) or labor or services in lieu thereof at a just valuation to be fixed by the Board of Directors.

ARTICLE IV - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE V - TERM

This corporation shall commence its existence upon filing and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the prices at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is:
1444 N.STATE RD.7 MARGATE, FLORIDA 33063
and the name of the initial registered agent of this corporation is
MR.JOSEPH SANSALONE, whose address is 22596 MIDDLETOWN DRIVE
BOCA RATON, FLORIDA 33428

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have at least one director initially with the exact
number of directors to be specified by the shareholders from time to time unless
the shareholders shall by a majority vote, determine that the corporation be
managed by the shareholders. The name and address of the initial director of this
corporation is:VERNON E. WILLIAMS
1444 N. STATE RD. 7 MARGATE, FLORIDA 33063

ARTICLE IX - INCORPORATOR

The name and address of the person signing these articles is:

VERNON E. WILLIAMS

1444 N.STATE RD.7 MARGATE, FLORIDA 33063

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the fullest extent permitted by law either now existing or hereafter enacted.

ARTICLE XI

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the Directors of this corporation are pecuniarily or otherwise interested in, or are directors, or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such corporation, or who it is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction with like force and effect as if he were not such director or officer of such other corporation, or not so interested.

ARTICLE XII

The private property of the stockholders shall not be subject to the payment of the corporate debts to any extent whatever. The corporation shall have a first lien on the shares of its stockholders and upon the dividends_due them for any indebtedness of such stockholders to the corporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these

Articles of Incorporation this 3 day of Novi, 1997
Articles of Incorporation this 3 day of Novi, 1947 Dernon E. Williams
SUBSCRIBER STATE OF FLORIDA
COUNTY OF Broward
BEFORE ME, a notary public authorized to take acknowledgements in the
State and County set forth above, personally appeared Vernon 6. william
known to me and known by me to be the person who executed the foregoing
Articles of Incorporation, and acknowledged before
me that executed those Articles of Incorporation.
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my
official seal, in the State and County aforesaid, this 3 day of Nov.
199). NOTARY PUBLIC, State of Florida

My Commission Expires:

OFFICIAL NOTARY SEAL LAWRENCE M PRESSER NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC622182 MY COMMISSION EXP. FEB. 17,2001

FILED

97 NOV 20 AM 8:50

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE STATE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENTHUS ON FLORIDA WHOM PROCESS MAY BE SERVED.

V.W.HOLDINGS	INC.
 	

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First That	V.W.HOLDINGS IN	ic.	
desiring to organize u	nder the laws of the S	state ofFLORIDA	with its
principal office, as ind	icated in the Articles of	f Incorporation at Cit	y of MARGATE,
County of BROW	ARD, State of FI	LORIDA	_, has named
JOSEI	PH SANSALONE, located	at 22596 MIDDLETOW	N DRIVE
BOCA	RATON FLORIDA 33428	8	
(Street address a post office box ad	and number of building; ldress not acceptable)		· . – .
City of BOCA	RATON , County of	PALM BEACH	
State of Florida, as its	agent to accept service of	f process with the state	a .

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

(Resident Agent)