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Assured Accounting Services, Inc.

240 Alacawk Road
Clermont, Florida 34711
352-394-4048
Fax 352-394-3272

1000 Lemon Street
Lady Lake, Florida 32159
352-753-1337
Fax 352-753-9336

January 21, 1998

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-01/26/98--01082--012
****140.00 ****70.00

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

Re: VFW CORES, INC.

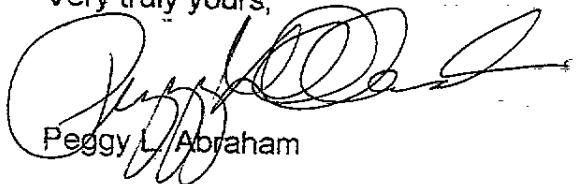
Dear Sir:

Enclosed are the Articles of Incorporation for the above referenced corporation and our check in the amount of \$70.00.

Kindly process the articles and return a certified copy to us at your earliest convenience.

Thank you for your prompt attention.

Very truly yours,



Peggy L. Abraham

PLA:jk
Enclosures

98 JAN 26 PM 1:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

5 page

2/27/98
D. C. Jones

**ARTICLES OF INCORPORATION
OF
VFW CORES, INC.**

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JAN 26 PM 1:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is VFW CORES, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of common stock having a par value of \$1.00. There shall be only one class of stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale 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 price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of this corporation and the street address of the initial registered office of this corporation are as follows:
CARMINE T. CASTORIA, 19410 VFW ROAD, BROOKSVILLE, FLORIDA,
34601. The principal office address for the corporation is the same.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be greater than (9) nine. The names and addresses of the initial directors of this corporation is:

CARMINE T. CASTORIA

19410 VFW Road
Brooksville, FL 34601

JEAN LOSQUARDO

19410 VFW Road
Brooksville, FL 34601

ARTICLE VIII - OFFICERS

The officers of the corporation shall be a President and a Secretary/Treasurer who shall be elected annually and any other officers provided for in the By-Laws. The Secretary and Treasurer may be two offices. The name of the persons who are to serve as officers of the corporation until the first election are:

OFFICER

President/Vice President

NAME AND RESIDENCE

Carmine T. Castoria
19410 VFW Road
Brooksville, FL 34601

Secretary/Treasurer

Jean Losquardo
19410 VFW Road
Brooksville, FL 34601

ARTICLE IX - INCORPORATORS

The names and addresses of the persons signing these Articles are
CARMINE T. CASTORIA, 19410 VFW ROAD, BROOKSVILLE, FLORIDA,
34601 and JEAN LOSQUARDO, 19410 VFW ROAD, BROOKSVILLE,
FLORIDA, 34601.

IN WITNESS WHEREOF, the undersigned incorporators have executed
these Articles of Incorporation this 19 day of January 1998.

Carmine T. Castoria
CARMINE T. CASTORIA

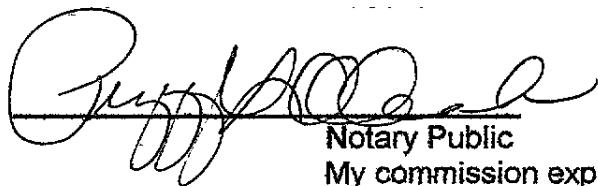
Jean Losquardo
JEAN LOSQUARDO

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
: SS.
COUNTY OF LAKE)

Before me, a Notary Public, duly authorized to take acknowledgments in the state and county set forth above, personally appeared CARMINE T. CASTORIA and JEAN LOSQUARDO known to me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me, that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county named above this 19 day of January, 1998.



Notary Public
My commission expires:

98 JAN 26 PM 1:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED



Peggy L. Abraham
MY COMMISSION # CC581585 EXPIRES
September 2, 2000
BONDED THRU TROY FAUN INSURANCE, INC.

Secretary of State
State of Florida
Tallahassee, FL 32399

I hereby am familiar with and accept the duties and responsibilities as resident agent for VFW CORES, INC., effective with the date of this incorporation. I will continue to act and serve in that capacity until such time as I notify you of my resignation from that function.

Carmine T. Castoria
CARMINE T. CASTORIA

Attest:

Jeane Losquardo
JEAN LOSQUARDO

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98 JAN 26 PM 1:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA