

P98000034429

TRANSMITTAL LETTER

April 10, 1998

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

800002486218--9
-04/13/98--01035--015
*****78.75 *****78.75

SUBJECT: VAITUULALA PRODUCTION, INC.

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for:

_____	\$70.00 Filing Fee
<u>X</u> <u>X</u> _____	\$78.75 Filing Fee & Certificate
_____	\$122.50 Filing Fee & Certificate Copy
_____	\$131.25 Filing Fee, Certified Copy & Certificate

EFFECTIVE DATE
4-15-98

FILED
98 APR 13 PM 1:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FROM:

Fredrick Vaituulala
7611 S. Orange Blossom Trail
Suite 280
Orlando, FL 32809
Phone: (407) 816-1228

Dmc
4-15-98

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be: VAITUULALA PRODUCTION, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

Fredrick Vaituulala
7611 S. Orange Blossom Trail, Suite 280
Orlando, FL 32809

ARTICLE III - SHARES

The number of stock that this corporation is authorized to have outstanding at any one time is 1000 shares (Common Stock), \$1.00 par value per share.

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Fredrick Vaituulala
7611 S. Orange Blossom Trail, Suite 280
Orlando, FL 32809

ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI - DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors. The name and address of the initial members of the Board of Director is:

Fredrick Vaituulala
7611 S. Orange Blossom Trail, Suite 280
Orlando, FL 32809

Alfred K. Vaituulala
7611 S. Orange Blossom Trail, Suite 280
Orlando, FL 32809

EFFECTIVE DATE
4-15-98

FILED
98 APR 13 PM 1:13
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ARTICLE VII – OFFICERS

The name and address of the initial officers of the corporation who shall hold office for the first year of the corporation or until their successor is elected or appointed is:

Fredrick Vaituulala
President/Treasurer
7611 S. Orange Blossom Trail
Suite 280
Orlando, FL 32809

Alfred K. Vaituulala
Vice President/Secretary
7611 S. Orange Blossom Trail
Suite 280
Orlando, FL 32809

ARTICLE VIII – PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE IX – DATE OF INCORPORATION

The elected date of incorporation is April 15, 1998.

ARTICLE X – INCORPORATOR (S)

The name and street address of the incorporators to these Articles of Incorporation is:

Fredrick Vaituulala
7611 S. Orange Blossom Trail
Suite 280
Orlando, FL 32809

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this

10th day of April, 1998.

(An additional article must be added if an effective date is requested.)

Signature: _____

Fredrick Vaituulala

Signature: _____

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.


**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED
OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES,
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAW OF THE
STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN
DESIGNATING THE REGISTERED OFFICER/REGISTERED AGENT, IN THE
STATE OF FLORIDA.

1. Name of the corporation is: VAITUULALA PRODUCTION, INC.
2. The name and address of the registered agent office is:
Fredrick Vaituulala
7611 S. Orange Blossom Trail
Suite 280
Orlando, FL 32809

FILED
98 APR 13 PM 1:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above
state corporation at the place designated in this certificate, I 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 am familiar with and accept the obligations of my position
as registered agent.


Signature

4-10-98
Date