

Charter Number Only

VALUATION ONLY

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-06/04/98--01013--011  
\*\*\*\*122.50 \*\*\*\*122.50

Devaldes & Associates

Requestor's Name

8404 S.W. - 40 street

Address

Miami, FL 33155

City

State

ZIP

Phone

553-8080A.

CORPORATION(S) NAME

V & G collection Export-Import corp

FILED  
98 JUN -4 AM 10:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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| <input checked="" type="checkbox"/> Profit         | <input type="checkbox"/> Amendment       | <input type="checkbox"/> Merger                     |
| <input type="checkbox"/> NonProfit                 | <input type="checkbox"/> Dissolution     | <input type="checkbox"/> Mark                       |
| <input type="checkbox"/> Foreign                   | <input type="checkbox"/> Annual Report   | <input type="checkbox"/> Other                      |
| <input type="checkbox"/> Limited Partnership       | <input type="checkbox"/> Reservation     | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement             | <input type="checkbox"/> Photo Copies    | <input type="checkbox"/> Certificate Under Seal     |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem            |
| <input type="checkbox"/> Walk In                   | <input type="checkbox"/> Will Wait       | <input checked="" type="checkbox"/> Pick Up         |
|  |  | <input type="checkbox"/> After 4:30                 |
|  |  | <input type="checkbox"/> Mail Out                   |

Name
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Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

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98 JUN -4 AM 9:36  
DIVISION OF CORPORATION

Empire Toll Free: 1-800-432-3028

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98 JUN -4 AM 10:16

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
V & G COLLECTION EXPORT-IMPORT CORP.**

ARTICLE ONE: The name of the corporation is:

V & G COLLECTION EXPORT-IMPORT CORP.

ARTICLE TWO: Capital Stock.

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any time, is: ONE THOUSAND (1,000) shares of common stock having a par value of ONE DOLLAR (\$ 1.00) each.

ARTICLE THREE: Nature of Business and Powers.

The general nature of business to be transacted by this Corporation, is to engage in any kind of business permitted under the laws of the State of Florida.

ARTICLE FOUR: Terms of existence.

This corporation shall have perpetual existence, commencing upon the filing of these articles.

ARTICLE FIVE: Registered Agent.

The registered Agent and the street of the initial Registered Agent of this corporation in the State of Florida shall be:

ARMANDO VARGAS  
10155 N.W. 9 ST. CIR., APT 101  
MIAMI, FL 33172

ARTICLE SIX: Board of Directors.

This Corporation shall have THREE (3) Directors Initially. The number of Directors may be increased or diminished from time to time by bylaws adopted by the Stockholders, but shall never be less than one.

ARTICLE SEVEN: Initial Director(s).

The name(s) of the initial Director(s) of this Corporation and address:

ARMANDO VARGAS  
10155 N.W. 9 ST. CIR., APT 101  
MIAMI, FL 33172

SERGIO VARGAS  
10155 N.W. 9 ST. CIR., APT 101  
MIAMI, FL 33172

RUTH VARGAS  
10155 N.W. 9 ST. CIR., APT 101  
MIAMI, FL 33172

The person(s) named as initial Director(s) shall hold Office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified whichever occurs first.

ARTICLE EIGHT: Incorporator.

The name and street address of the person signing these articles of incorporation as the Incorporator is:

ARMANDO VARGAS  
10155 N.W. 9 ST. CIR., APT 101  
MIAMI, FL 33172

ARTICLE NINE: Officers of the Corporation.

The following person(s) have been elected officer(s) of the Corporation:

ARMANDO VARGAS (PRESIDENT)  
10155 N.W. 9 ST. CIR., APT. 101  
MIAMI, FL 33172

SERGIO VARGAS (SECRETARY)  
10155 N.W. 9 ST. CIR., APT. 101  
MIAMI, FL 33172

RUTH VARGAS (TREASURER)  
10155 N.W. 9 ST. CIR., APT. 101  
MIAMI, FL 33172

ARTICLE TEN: Address of the Corporation.

The principal office of this Corporation shall be: 10155 N.W. 9  
ST. CIR. APT 101, MIAMI, FL 33172

ARTICLE ELEVEN: Amendment.

These Articles of Incorporation may be amended in the manner provided by Law. Every amendment shall be approved by the Board of Directors and approved at a Stockholder's meeting by at least a majority of the stock entitled to vote, unless all of the Directors and all of the Stockholders sign a written statement manifesting their intention that certain amendment of these Articles of Incorporation be made.

In witness thereof, the undersigned, as Incorporated, has executed the forgoing Articles of Incorporation in Miami, May 13, 1998.

Incorporator

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Armando Vargas

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

Before me, a Notary Public, personally appeared Armando Vargas to me known to be the person described as the Incorporator and acknowledge before me that he subscribed to these Articles of Incorporation.

Miami, May 13, 1998



Dagoberto H. Valdes  
MY COMMISSION # CC592605 EXPIRES  
January 1, 2001  
BONDED THRU TROY FAIR INSURANCE, INC.



Notary Public

State of Florida at Large

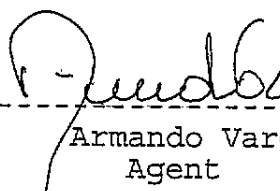
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED.

In compliance with section 48.091, Florida Statutes, the following  
is submitted:

That V & G COLLECTION EXPORT-IMPORT CORP.  
desiring to organize under the laws of the State of Florida with  
its principal office of Incorporation at: 10155 N.W. 9 ST. CIR. #  
101, MIAMI, FL 33172, has appointed ARMANDO VARGAS, 10155 N.W. 9  
ST. CIR. # 101, MIAMI, FL 33172, County of Miami-Dade, State of  
Florida, as its agent to accept services of process within the  
State of Florida.

Acknowledgement:

Having been named to accept services of process for the above named  
Corporation at the place designated in this certificate, the  
undersigned agrees to comply with the provisions of Florida Law  
relative to keep the designated office open.

  
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Armando Vargas  
Agent

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98 JUN -4 AM 10:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA