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FLORIDA DIVISION OF CORPORATIONS
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FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: 7 VIP INTERNATIONAL ENTERPRISES, INC.

AUDIT NUMBER.....H98000016461

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 5

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**ARTICLES OF INCORPORATION
OF**

FILED

VIP INTERNATIONAL ENTERPRISES, INC. SEP -4 PM 1: 04
7447 NORTH WEST 57TH STREET
TAMARAC, FLORIDA 33319

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME AND ADDRESS OF CORPORATION

The name of the corporation is VIP INTERNATIONAL ENTERPRISES, INC.
7447 NORTH WEST 57TH STREET TAMARAC, FLORIDA 33319

ARTICLE II - PURPOSE

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

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of ONE DOLLAR (\$1.00) par value stock, which shall be designated as "COMMON STOCK."

ARTICLE IV - 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/she already holds, shall have the right to purchase his/her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 7447 NORTH WEST 57TH STREET TAMARAC, FLORIDA 33319, and the name of the initial registered agent of this corporation at this address is CARL S. PITTER.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have TWO director(s) initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial director(s) of this corporation is / are:

Lothian C. Superville
8301 North West 54 Court
Lauderhill, Florida 33351
PREPARED BY: CARL S. PITTER

Glen Superville
135 Sierra Drive
Miami, Florida 33179

SMALL BUSINESS
ACCOUNTING & TAXES, INC.
7447 N.W. 57th STREET
TAMARAC, FL 33319

(954) 726-0010

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7447 NORTH WEST 57TH STREET
TAMARAC, FLORIDA 33319**

ARTICLE VII - OFFICERS

The name and address of the initial officers of the corporation are:

PRESIDENT:

*Lothian C. Superville
8301 North West 54 Court
Lauderhill, Florida 33351*

VICE PRESIDENT:

*Randy Superville
8301 North West 54 Court
Lauderhill, Florida 33351*

TREASURER:

*Lothian C. Superville
8301 North West 54 Court
Lauderhill, Florida 33351*

SECRETARY:

*Ian Supervile
8301 North West 54 Court
Lauderhill, Florida 33351*

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7447 NORTH WEST 57TH STREET
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ARTICLE VIII - INCORPORATOR

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

***Lothian C. Superville
8301 North West 54 Court
Lauderhill, Florida 33351***

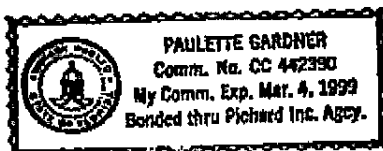
***IN WITNESS THEREOF, the undersigned subscriber has executed these
ARTICLES OF INCORPORATION on the 26th day of August 1998.***

x *Lothian C. Superville*

***(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 Lothian C. Superville, known
to me and known by me to be the person who executed the foregoing ARTICLES
OF INCORPORATION, and he/she acknowledged before me that he/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 aforesaid, this 26th day of August 1998.***



x *Paulette Gardner*
NOTARY PUBLIC STATE OF FLORIDA


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**ARTICLES OF INCORPORATION
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VIP INTERNATIONAL ENTERPRISES, INC.
7447 NORTH WEST 57TH STREET
TAMARAC, FLORIDA 33319**

ACCEPTANCE OF RESIDENT AGENT

Having been named to accept service of process for the above stated corporation at the 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.

X 

RESIDENT AGENT: CARL S. PITTER

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TALLAHASSEE, FLORIDA

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