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*James T. McGonigle, P.A.*

ACCOUNTING FIRM

All Phases of Accounting  
Specialize in Tax Issues  
Management Advisory Services

Estates And Trusts  
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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 OCT 12 AM 10:19

October 9, 1998

Corporate Records Bureau  
Division of Corporations  
Department of State  
P. O. Box 6327  
Tallahassee, Florida 32301

400002661484--B  
-10/12/98--01070--001  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: VAG, Inc.

Gentlemen:

I am enclosing an original and one copy of the Articles of Incorporation for the above corporation.

Please file the original Articles and return one certified copy to me. I am also enclosing my check in the amount of \$70.00.

Sincerely,

James T. McGonigle, P. A.

JTM/JIM

enc.

F. CHESSEB OCT 13 1998

ARTICLES OF INCORPORATION  
OF  
VAG, Inc.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 OCT 12 AM 10:19

**ARTICLE I**

Name and Principal Office. The name of this corporation is:

VAG, Inc.

The principal office is located at:

121 Golden Isles Drive, # 507 Hallandale, FL 33009

**ARTICLE II**

Duration. This corporation shall have perpetual existence.

**ARTICLE III**

Purpose. This corporation is organized for the purpose of transaction any of all lawful business.

**ARTICLE IV**

Capital Stock. This corporation is authorized to issue and have outstanding at any one time an aggregate number of 5,000 shares of one class of common stock, having a par value of One Dollar (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

**ARTICLE V**

Preemptive Rights. Every shareholder, upon the same of 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 price at which it is offered to others.

## **ARTICLE VI**

Initial Registered Office and Agent. The corporation's initial Registered Agent and Registered Office in the State of Florida are:

INITIAL REGISTERED AGENT: JAMES T. McGONIGLE  
INITIAL REGISTERED OFFICE: 6221 Banyan Terrace  
Plantation, Florida 33317

Acknowledgment and Consent of Registered Agent. Having been named Initial Registered Agent to accept services of process on the corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.

  
REGISTERED AGENT

## **ARTICLE VII**

Initial Board of Directors. This corporation shall have ONE director initially. The number of Directors may either be increased or diminished from time to time by the by-laws. The name and address of the Initial Board of Directors of this corporation is:

DIRECTORS:

Victor Mirea                      121 Golden Isles Dr. #507      Hallandale, FL 33009

Incorporator. The name and address of the Incorporator executing these Articles of Incorporation is:

INCORPORATOR:

JAMES T. McGONIGLE

ADDRESS:

7027 W. Broward Blvd. #280  
Plantation, Florida 33317

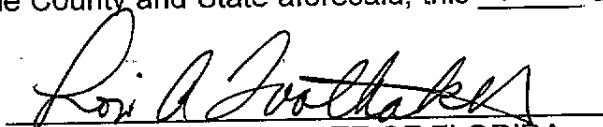
  
INCORPORATOR

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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STATE OF FLORIDA  
COUNTY OF BROWARD

I CERTIFY that on this day before me a Notary Public duly authorized in the State and County above named to take acknowledgments, personally appeared JAMES T. MCGONIGLE to me known to be the person described as the Incorporator, and who executed the foregoing Articles of Incorporation.

WITNESS my hand and official seal in the County and State aforesaid, this 9<sup>th</sup> day of October, 1998.

  
NOTARY PUBLIC, STATE OF FLORIDA

My commission expires:



*personally known  
Broward City, Fl*