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

SUBJECT: Village Factory's, Inc
(Proposed corporate name - must include suffix)

EFFECTIVE DATE
2-15-99

100002780491--2
-02/19/99--01039--014
*****78.75 *****78.75

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

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Sherry Cote'-Jarvis, Esq.
Name (Printed or typed)

602 Indian River Blvd. Ste 201
Address

Edgewater, FL 32141
City, State & Zip

(904) 428-1890
Daytime Telephone number

FILED
99 FEB 19 PM 3:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

G. SHOOK FEB 19 1999

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

99 FEB 19 PM 3:52
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
VILLAGE FACTORYS, INC.

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

ARTICLE I: NAME

The name of the corporation shall be VILLAGE FACTORYS, INC.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 864 Rasley Road, New Smyrna Bch, FL 32168.

ARTICLE III: SHARES

The corporation is authorized to have three classes of common stock, with no par value, and without voting rights. The total number of shares of common stock that this corporation is authorized to have outstanding at any one time is: 50,000,000 shares of common stock. The Corporation is authorized to have one class of Preferred Stock, with a par value of \$10.00, with equal voting rights. Preferred Stock shall bear a minimum cumulative dividend of \$5.00 per share. The total number of shares of Preferred Stock that this corporation is authorized to have outstanding at any one time is: 10,000 shares of preferred stock.

**ARTICLE IV: INITIAL REGISTERED AGENT AND
STREET ADDRESS**

The name and address of the initial registered agent is: James W. Woods, 864 Rasley Road, New Smyrna Bch, Florida 32168.

ARTICLE V: INCORPORATORS

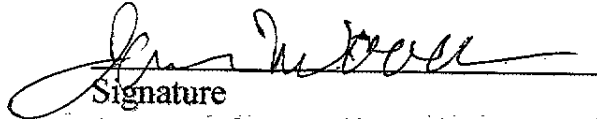
The names and street addresses of the incorporators to these Articles of Incorporation are:

James W. Woods
864 Rasley Road
New Smyrna Bch, FL 32168

ARTICLE VI: EFFECTIVE DATE

These Articles of Incorporation shall be effective on the 15th day of February 1999.

The undersigned incorporator has executed these Articles of Incorporation this 15th day February 1999.


Signature

Having been named as registered agent and to accept service of process for the above stated 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 I am familiar with and accept the obligations of my position as a registered agent.


James W. Woods, Registered Agent

2/15/99
Date

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TALLAHASSEE, FLORIDA