

P990000047870

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

V.S.P. Corp.

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-05/26/99--01047--008  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

- ☒ Art of Inc. File \_\_\_\_\_  
☐ LTD Partnership File \_\_\_\_\_  
☐ Foreign Corp. File \_\_\_\_\_  
☐ L.C. File \_\_\_\_\_  
☐ Fictitious Name File \_\_\_\_\_  
☐ Trade/Service Mark \_\_\_\_\_  
☐ Merger File \_\_\_\_\_  
☐ Art. of Amend. File \_\_\_\_\_  
☐ RA Resignation \_\_\_\_\_  
☐ Dissolution / Withdrawal \_\_\_\_\_  
☐ Annual Report / Reinstatement \_\_\_\_\_  
☒ Cert. Copy \_\_\_\_\_  
☐ Photo Copy \_\_\_\_\_  
☐ Certificate of Good Standing \_\_\_\_\_  
☐ Certificate of Status \_\_\_\_\_  
☐ Certificate of Fictitious Name \_\_\_\_\_  
☐ Corp Record Search \_\_\_\_\_  
☐ Officer Search \_\_\_\_\_  
☐ Fictitious Search \_\_\_\_\_  
☐ Fictitious Owner Search \_\_\_\_\_  
☐ Vehicle Search \_\_\_\_\_  
☐ Driving Record \_\_\_\_\_  
☐ UCC 1 or 3 File \_\_\_\_\_  
☐ UCC 11 Search \_\_\_\_\_  
☐ UCC 11 Retrieval \_\_\_\_\_  
☐ Courier \_\_\_\_\_

FILED  
1999 MAY 26 PM 1:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
\$9 MAY 26 AM 11:05  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

Signature \_\_\_\_\_

Requested by: LS

Name

Date

Time

5/26/99 10:05

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

R. Purintui MAY 26 1999

FILED

1999 MAY 26 PM 1:37

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
V.S.P. CORP.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles Of Incorporation.

ARTICLE I. NAME

The name of this corporation is V.S.P. CORP.

ARTICLE II. DURATION

This corporation shall have a perpetual existence, commencing on the date of the filing of these articles with the Florida Department Of State.

ARTICLE III. PURPOSE

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

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value common stock.

ARTICLE V. PRE-EMPTIVE 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 already holds, shall have the right to purchase his prorata share (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 street address of the initial registered office of this corporation is Suite 218, 300 - 41st Street, Miami Beach, Florida 33140, and the name of the initial registered agent of this corporation at that address is Roger J. Merritt, Esq.

## ARTICLE VII. PRINCIPAL OFFICE

The street address of the principal office of the corporation, and the mailing address of the corporation, is Suite 218, 300 - 41st Street, Miami Beach, Florida 33140.

## ARTICLE VIII. INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one. The name and address of the initial director of this corporation is:

Susana Nouel  
880 North Venetian Drive  
Miami Beach, FL 33139

The person named as initial director shall hold office for the first year of existence of this Corporation or until her successor is elected or appointed and has qualified, whichever occurs first.

## ARTICLE IX. INCORPORATOR

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

Susana Nouel  
880 North Venetian Drive  
Miami Beach, FL 33139

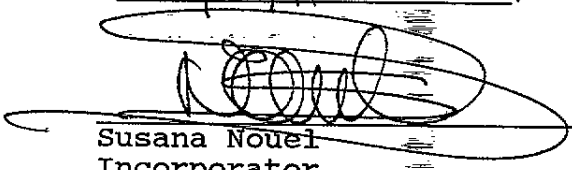
## ARTICLE X. INDEMNIFICATION

This corporation shall indemnify any officer and director, or any former officer or director, to the full extent permitted by the law.

ARTICLE XI. AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment to them, in the manner provided by law, and any right conferred upon the shareholder is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribed has executed these articles of incorporation on this May 25 / 99, 1999.

  
Susana Nouel  
Incorporator

STATE OF FLORIDA       )  
                                  ) ss:  
COUNTY OF MIAMI-DADE   )

Sworn to, subscribed, and acknowledged before me this May 25, 1999, by SUSANA NOUEL.

Roger J. Merritt  
Notary Public, State of Florida

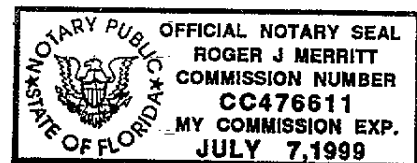
ROGER J. MERRITT

printed name of notary public

Commission Number: CC476611

Personally Known XXX OR Produced Identification \_\_\_\_\_

Type of Identification Produced \_\_\_\_\_



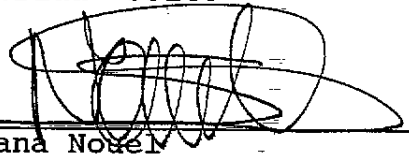
CERTIFICATE OF DESIGNATION  
REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State Of Florida, submits the following statement in designating the registered office and the registered agent, in the State Of Florida.

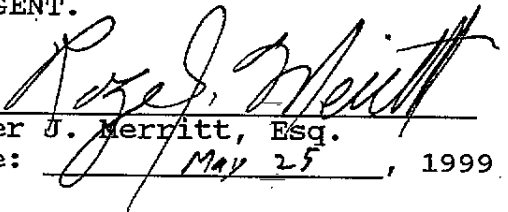
1. The name of the corporation is V.S.P. CORP.
2. The name and address of the registered agent and office

is:

Roger J. Merritt, Esq.  
Suite 218, Jefferson Plaza  
300 - 41st Street  
Miami Beach, Florida 33140

  
\_\_\_\_\_  
Susana Nosen  
Incorporator and Director  
Date: May 25, 1999

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 REGISTERED AGENT.

  
\_\_\_\_\_  
Roger J. Merritt, Esq.  
Date: May 25, 1999