

KOPELOWITZ, SAAVEDRA & PELOSI
A T T O R N E Y S A T L A W

An Association of Professional Associations
Not a Partnership

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*****122.50 *****78.75

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

RE: V.Q., INC.

Gentlemen:

Enclosed are the original and duplicate copy of the Articles of Incorporation of this proposed corporation.

The duplicate copy has been subscribed and acknowledged by the sole subscriber in the same manner as the original. Please file the Articles of Incorporation immediately; obtain a certified copy of same and call our office when this has been accomplished.

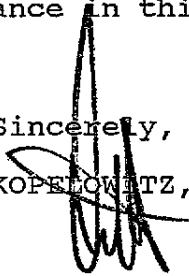
A check is also enclosed to cover the \$35.00 filing fee, the \$52.50 fee for the certified copy of the Articles of Incorporation, the \$35.00 fee for filing the Designation of Resident Agent for a total of \$122.50.

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99 JUN 10 PM 2:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W-13625
ajc
6/10

Also enclosed is the executed Resident Agent form and one copy.
Thank you for your assistance in this matter.

Sincerely,


KOPELOWITZ, SAAVEDRA & PELOSI

Damaso W. Saavedra, Esq.

/ag
Encls.
DISK: VISIONART-VQINC
June 1, 1999

KOPELOWITZ, SAAVEDRA & PELOSI



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 10, 1999

DAMASO W. SAAVEDRA, ESQ.
312 S.E. 17TH ST., 2ND FLOOR
FT. LAUDERDALE, FL 33316

SUBJECT: V.Q., INC.
Ref. Number: W99000013625

We have received your document for V.Q., INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6878.

Alan Crum
Document Specialist

Letter Number: 099A00031502

**ARTICLE OF INCORPORATION
OF**

V.Q. I., INC.

FILED
99 JUN 15 PM 2:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation is **V.Q. I., INC.**

ARTICLE II - TERM

The duration of the corporation is perpetual. The date and time of the commencement of corporate existence is when the Articles are received in the office of the Secretary of State.

ARTICLE III - PURPOSE

The general purposes for which the corporation is organized are:

1. To engage in the business of selling homeopathic goods to the general public;
2. To transact any and all lawful business.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is one thousand (1,000) shares. Such shares shall be of a single class and shall have a par value of One (\$1.00) Dollar per share.

ARTICLE V - 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 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 - ADDRESS

The street address of the initial registered office of the corporation is 312 S.E. 17th Street, 2nd Floor, Ft. Lauderdale, Florida 33316, and the name of the initial registered agent at such address is Damaso W. Saavedra. The mailing address of the principal office of the corporation is 312 S.E. 17th Street, 2nd Floor, Ft. Lauderdale, Florida 33316.

ARTICLE VII - DIRECTORS

The number of directors constituting the initial Board of Directors of the corporation is two (2). The number of directors may be either increased or decreased from time to time by the Bylaws but shall never be less than two (2). The name and address of each person who is to serve as a member of the initial Board of Directors is:

NAME	ADDRESS
Damaso W. Saavedra	312 S.E. 17th Street, 2nd Fl Ft. Lauderdale, Florida 33316
Jules Ross	2300 Kensington Boulevard Davie, Florida 33325

ARTICLE VIII - INCORPORATORS

The name and address of each incorporator is:

Damaso W. Saavedra	312 S.E. 17th Street, 2nd Fl Ft. Lauderdale, Florida 33316
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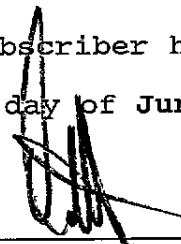
ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal the Bylaws shall be vested in the Board of Directors.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 1 day of June, 1999.



Damaso W. Saavedra

State of Florida

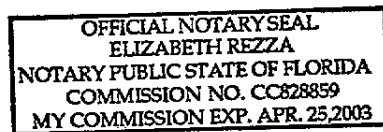
County of

The foregoing instrument was acknowledged before me this 15th

day of June, 1999 by Damaso W. Saavedra, who is personally known to
me or who has produced _____ as
identification and who did/did not take an oath.

Elizabeth Rezza
Notary Public

My Commission Expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS,
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE
SERVED**

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

First, that V.Q.I. INC. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at City of Ft. Lauderdale, State of Florida, has named Damaso W. Saavedra located at 312 S.E. 17th Street, 2nd Floor, Ft. Lauderdale, Florida 33316 as its agent to accept service of process within Florida.

V.Q.I. INC.

Damaso W. Saavedra

Date: June 1, 1999

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JUN 15 PM 2:39

FILED

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Damaso W. Saavedra

Date: June 1, 1999