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Florida Department of State
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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

FLORIDA PROFIT CORPORATION OR P.A.

VBH INVESTMENTS, CORP.

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|-----------------------|---------|
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 25, 1999

FAS-T CORP.

SUBJECT: VEH INVESTMENTS, CORP.
REF: W99000014821

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Neysa Culligan
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FAX Aud. #: E99000015454
Letter Number: 599A00033788

**ARTICLES OF INCORPORATION
OF
VBH INVESTMENTS, CORP.**

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

ARTICLE I NAME

The name of the corporation will be, VBH INVESTMENTS, CORP.

The principals' place of business of this corporation will be:

3325 NW 53th ST.
MIAMI, FL 33142

ARTICLE II NATURE OF BUSINESS

This corporation I engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLES III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstandingly at any one time is: 500 (five hundred).

ARTICLES IV TERM OF EXISTENCE

This corporation is to exist perpetually.

Prepared By: Josue Perez
3325 NW 53th St.
MIAMI, FL 33142

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ARTICLE V INCORPORATOR(S)

OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, Who shall hold office the first year of the corporation's existence or until their successor(s) is (are) elected, is (are)

Josue Perez/President
3325 NW 53th St.
Miami, Fl 33142.

Fred L Bender/V.President
29 NE 95th St.
Miami Shores, Fl 33138

Carlos F Gueits/Secretary
5518 NW 114 Ave.#101
Miami, Fl 33178

ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

Josue Perez/President
3325 NW 53th St.
Miami, Fl 33142.

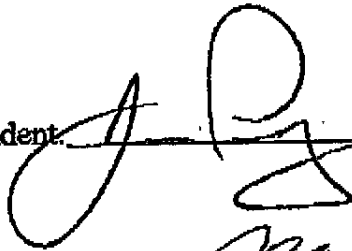
Fred L Bender/V.President
29 NE 95th St.
Miami Shores, Fl 33138

Carlos F Gueits/Secretary
5518 NW 114 Ave.#101
Miami, Fl 33142.

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of incorporation this 24 Day of June, 1999.

Signature(s) of Incorporator(s)

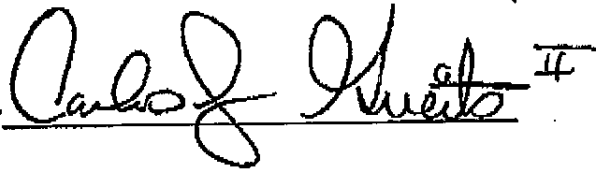
Josue Perez/President

A large, stylized handwritten signature in black ink, appearing to be 'JP' or similar, written over a horizontal line.

Fred L Bender/Vice President

A handwritten signature in black ink, appearing to be 'Fred L Bender', written over a horizontal line.

Carlos F Gueits/Secretary

A handwritten signature in black ink, appearing to be 'Carlos F Gueits', written over a horizontal line. There is a small 'II' or similar mark at the end of the signature.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

**PURSUANT TO THE PROVISIONS OF SECTION 607.325, FLORIDA
STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED
UNDER THE LAW OF THE STATE OF FLORIDA, SUBMITS THE
FOLLOWING STATEMENT IN DESIGNATING THE REGISTERS
OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.**

1-The name of the corporation VBH INVESTMENTS, CORP.

2-The name and address of the registered agent an office is:

Josue Perez
3325 NW 53th St.
Miami, Fl 33142

Having been named to accept services 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, and I accept the Duties and obligations of
Section 607.325, Florida Statutes..


Signature

6/24/99
Date

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TALLAHASSEE, FLORIDA