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EFFECTIVE DATE
10-1-99

September 17, 1999

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

400002991144--9
-09/20/99--01091--005
122.50 **78.75

RE: VAONA, INC.
a Florida Corporation to be
formed.

Dear Sir or Madam:

Enclosed please find original and one (1) copy of the Articles of Incorporation of
COMMUNICATIONS AND COMMERCE CONSULTANTS, Inc., a Florida
Corporation to be formed along with a check in the amount of \$ 122.50 for filing fees.

Please call with any inquiry and kindly forward a stamped copy of the filing, I remain.

Yours Truly,

Juan C. Perez, Esq.

JCP/ms

FILED
99 SEP 20 AM 10: 58
SECRETARY OF STATE
TALLAHASSEE FLORIDA

gt
9/22

ARTICLES OF INCORPORATION
OF
VAONA, INC.

ARTICLE I. CORPORATE NAME.

The name of this Corporation is Vaona, Inc.

ARTICLE II. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the law of the State of Florida.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 100 shares of common stock having a par value of \$ 1.00 per share (without par value).

NOTE: Par value shares may be issued only for a consideration having a value in the judgment of the Board of Directors, at least equivalent to the full par value of the stock to be issued. No par shares may be issued only for such consideration as is determined by the Board of Directors. All shares issued shall be fully paid and nonassessable.

ARTICLE IV. TERM OF EXISTENCE.

This Corporation shall have perpetual existence commencing on October 01, 1999.

EFFECTIVE DATE
10-1-99

FILED
99 SEP 20 AM 10:58
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Frederic Engel
6039 Collins Avenue, #921
Miami Beach, Florida 33140

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS.

This Corporation shall have one (01) Director initially. The number of Directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VII. INITIAL DIRECTOR.

The name of the initial Director of this Corporation and the street address is:

Frederic Engel (President)
6039 Collins Avenue #921
Miami Beach, Florida 33140

The person named as initial Director shall hold office for the first year of existence of this Corporation or until her successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII. INCORPORATOR.

The name and street address of the person signing these Articles of Incorporation

as the Incorporator is:

Frederic Engel
6039 Collins Avenue #921
Miami Beach, Florida 33140

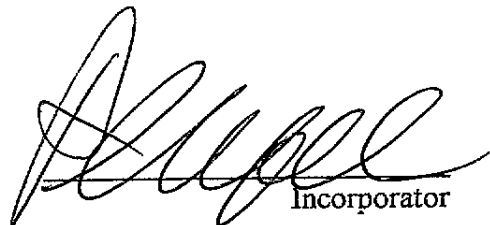
ARTICLE IX. AMENDMENT.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the Directors and all the Stockholders sign a written statement manifesting their attention that a certain amendment of these Articles of Incorporation be made.

ARTICLE X. OPTIONAL PROVISIONS.

The principal place of business of this corporation shall be the same as the initial registered office, and mailing address which is 6039 Collins Avenue, #921, Miami Beach, Florida, 33140.

IN WITNESS WHEREOF, the undersigned, as incorporator, has executed the foregoing Articles of Incorporation on July 30, 1999.

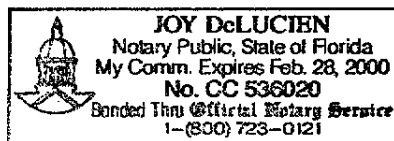

Incorporator

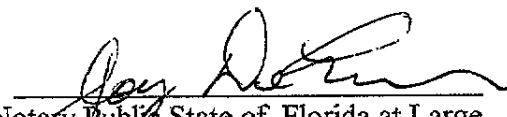
STATE OF FLORIDA }

S.S.

COUNTY OF DADE }

BEFORE ME, the undersigned authority, personally appeared Frederic Engel to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that she subscribed to these Articles of Incorporation on July 30, 1999.

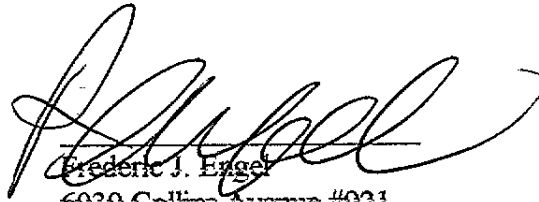



Notary Public State of Florida at Large
My Commission Expires:

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Vaona, Inc., at the place designated in the Articles of Incorporation, Frederic Engel agrees to act in this capacity and agrees to comply with the provisions of Section 48.091 relative to keeping open such office.

Date: 7-30-1999


Frederic J. Engel
6039 Collins Avenue #921
Miami Beach, Florida 33140