

P99000095825

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H99000027551 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

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

From: Account Name : CORPORATE & CRIMINAL RESEARCH SERVICES
Account Number : 110450000714
Phone : (850) 222-1173
Fax Number : (850) 224-1640

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT 29 AM 11:06

FLORIDA PROFIT CORPORATION OR P.A.

VAG SOUTHEAST, INC.

PLEASE GIVE ORIGINAL SUBMISSION
DATE AS FILE DATE.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

PLEASE
NEED
TODAY'S
DATE

10-29-99

11/01/1999 11:09 CCRS → 9224001
(850) 487-6013
50)487-6013 11/01/99 09:20 Fl Dept of State p1 /1

NO.874 002

PLEASE GIVE ORIGINAL SUBMISSION
DATE AS FILE DATE.



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

November 1, 1999

CORPORATE & CRIMINAL RESEARCH SERVICES

SUBJECT: VAG SOUTHEAST, INC.
REF: W99000025051

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The FAX audit number must be on the top and bottom of each page of the document.

If you have any further questions concerning your document, please call (850) 487-6931.

Becky McKnight
Document Specialist

FAX Aud. #: H99000027551
Letter Number: 099A00052166

Division of Corporations - P.O. BOX 6827 - Tallahassee, Florida 32314

H99000027551

ARTICLES OF INCORPORATION
OF
VAG SOUTHEAST, INC.

The undersigned Incorporator hereby forms a corporation under the Florida Business Corporation Act (Florida Statutes, Chapter 607) and hereby adopts the following:

First. Corporate Name.

The name of this Corporation is:

VAG SOUTHEAST, INC.

Second. Mailing Address of Corporation.

The mailing address of this Corporation is 140 North Hibiscus Drive, Miami Beach, Florida 33139.

Third. Capital Stock.

The aggregate number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is Ten Thousand (10,000) shares of common stock having a par value of \$.01 per share.

Fourth. Term of Existence.

This Corporation shall have perpetual existence.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT 29 AM 11:06

H99000027551

H99000027551

Fifth. Initial Registered Office and Registered Agent.

The Corporation's initial registered agent shall be Jerry J. Sokol, Esq. and the street address of the initial registered office of this Corporation in the State of Florida is 140 North Hibiscus Drive, Miami Beach, Florida 33139.

Sixth Board of Directors.

This Corporation shall have four (4) directors initially. The number of directors may be increased or decreased from time to time as provided in the Bylaws, but shall never be less than one (1).

The names and addresses of the initial directors who shall hold office until the earlier of their resignations, removal or replacement are:

Jerry J. Sokol	140 North Hibiscus Drive Miami Beach, Florida 33139
Ira J. Coleman	c/o Sokol, 140 North Hibiscus Drive Miami Beach, Florida 33139
David A. Leeman	c/o Sokol, 140 North Hibiscus Drive Miami Beach, Florida 33139
Peter S. Leeman	c/o Sokol, 140 North Hibiscus Drive Miami Beach, Florida 33139

Seventh. Incorporator.

The name and street address of the person signing these Articles of Incorporation as the Incorporator is Jerry J. Sokol, Esq., 201 S. Biscayne Boulevard, 22nd Floor, Miami, Florida 33131.

H99000027551

H99000027551

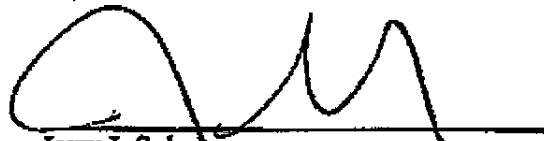
Eighth. Amendment

These Articles of Incorporation may be amended in the manner prescribed by law, except that upon the issuance of shares, every amendment must be approved by the Board of Directors of the Corporation before it is submitted to the shareholders of the Corporation for their approval.

Ninth. Indemnification.

Except as may otherwise be provided in the Bylaws of this Corporation, this Corporation shall indemnify its incorporators, officers and directors to the fullest extent permitted by law either now or hereafter in effect.

IN WITNESS WHEREOF, the undersigned, as the Incorporator, has executed the foregoing Articles of Incorporation as of this 29th day of October, 1999.



Jerry J. Sokol

H99000027551

**CERTIFICATE ACCEPTING DESIGNATION AS AN AGENT
UPON WHOM SERVICE OF PROCESS WITHIN
THIS STATE MAY BE SERVED**

The following is submitted pursuant to Sections 48.091 and 607.0501 of the Florida Statutes:

Having been appointed registered agent of VAG Southeast, Inc. in its Articles of Incorporation, at the place designated in such Articles of Incorporation, the undersigned hereby agrees to act in this capacity and affirms that it is familiar with, and accepts, the obligations of such position.



Jerry J. Sokol

Dated: October 29, 1999

MIA 194962-1.055625.0010

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT 29 AM 11:06

MIA 194962-1.055625.0010

H99000027551