

Division of Corporations

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Florida Department of State

Division of Corporations

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To:

Division of Corporations

Fax Number : (850) 922-4001

From:

Account Name : ACE INDUSTRIES, INC.

Account Number : 070744001530

Phone : (305) 358-2571

Fax Number : (305) 358-7832

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FLORIDA PROFIT CORPORATION OR P.A.

V & M DEVELOPMENT CORP.

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B. McKnight DEC 29 1999

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## ARTICLES OF INCORPORATION

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Article 1: Name of Corporation: V & M DEVELOPMENT CORP.

Address of Corporation: 9700 S. DIXIE HIGHWAY SUITE #900  
MIAMI, FLORIDA 33156

Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 500, with a par value of \$1.00.  
(PAR VALUE IS NOT REQUIRED).

Article 3: REGISTERED AGENT: JOHN MURPHY

REGISTERED OFFICE: 21133 SW 85TH AVE APT. #214  
MIAMI, FLORIDA 33189

\* I am familiar with and hereby accept the duties and responsibilities as Registered Agent for said corporation.

12 / 29 / 99  
Date

  
Signature of Registered Agent

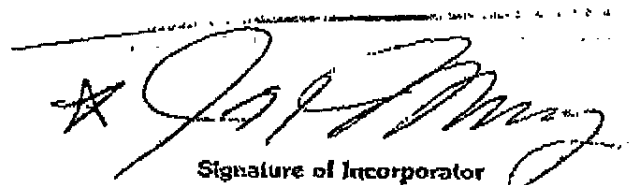
Article 4: The Board of Directors are: (Board of Directors is NOT REQUIRED).  
First listed is President, second is Vice President, then Secretary/Treasurer.

1. JOHN MURPHY, 21133 SW 85TH AVE APT. #214, MIAMI, FLORIDA 33189
- 2.
- 3.

Article 5: The NAME and ADDRESS of the INCORPORATOR is:

JOHN MURPHY  
21133 SW 85TH AVE APT. #214  
MIAMI, FLORIDA 33189

In witness whereof, I have subscribed my name:

  
Signature of Incorporator

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Prepared by: Ace Industries, Inc., 54 NW 11th Street, Miami, FL 33136, (305) 358-2571