

Thomas F. Rizzo, P.A.  
Attorney At Law

PO1000017576

February 6, 2001

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: Articles of Incorporation  
FABIEN-VEGAS CORPORATION

500003706055--0  
-02/15/01--01092--003  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Secretary of State:

Enclosed please find an original and one (1) copy of the Articles of Incorporation for FABIEN-VEGAS CORPORATION and a check in the amount \$78.75 representing the filing fees for same. Please return a certified copy of the same to my office in the preaddressed, stamped envelope provided. Thank you for your assistance.

Sincerely,



Thomas F. Rizzo

FILED  
2001 FEB 15 AM 10:07  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

TFR/jge  
Enclosures

2340 Periwinkle Way, Suite J2, Sanibel, Florida 33957  
Tel (941) 395-0400 \* Fax (941) 395-0480

JF  
2/16/01

**ARTICLES OF INCORPORATION  
OF  
FABIEN-VEGAS CORPORATION**

**FILED**

2001 FEB 15 AM 10:07

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be FABIEN-VEGAS CORPORATION. The address of the principal office of this corporation shall be: 1146 Buttonwood Lane, Sanibel, Florida 33957 and the mailing address of the corporation shall be: 1146 Buttonwood Lane, Sanibel, Florida 33957.

ARTICLE II. NATURE OF BUSINESS

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

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: one thousand (1,000) shares of stock with a par value of One Dollar (\$1.00).

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be: 1146 Buttonwood Lane, Sanibel, Florida 33957 and the name of the initial registered agent of the corporation is: Ronald A. Damiani, whose address is the same.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

This corporation elects to have preemptive rights.

ARTICLE VII. SPECIAL PROVISIONS

It is the intent of the Incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code.

ARTICLE VIII. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one (1) Directors, initially. The name and street addresses of the initial members of the Board of Directors are:

Ronald A. Damiani  
1146 Buttonwood Lane  
Sanibel, Florida 33957

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2001 FEB 15 AM 10:07  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLE IX. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is

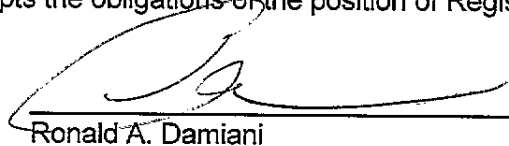
Ronald A. Damiani  
1146 Buttonwood Lane  
Sanibel, Florida 33957

IN WITNESS WHEREOF, the undersigned incorporator of FABIEN-VEGAS CORPORATION has hereunto set his hand and seal this 9<sup>th</sup> day of FEBRUARY 2001.

  
\_\_\_\_\_  
Ronald A. Damiani

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Ronald A. Damiani, having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent.

  
\_\_\_\_\_  
Ronald A. Damiani