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TALLAHASSEE FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

~~rm trucking corp.~~
Unichemicals Universal, Inc.

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| Certificate of Status | 0 |
| Certified Copy | 1 |
| Page Count | 06 |
| Estimated Charge | \$78.75 |

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**ARTICLES OF INCORPORATION
OF
UNICHEMICALS UNIVERSAL, INC.**

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ARTICLE I - NAME

The name of this Corporation is **UNICHEMICALS UNIVERSAL, Inc.**, a wholly owned subsidiary of **PHONE XXI SERVICIOS, S.L.**, a corporation created under the laws of Spain, and the principal address of the corporation is: 1039 Tyler Street, Hollywood, Florida.

ARTICLE II - DURATION

This Corporation shall have a perpetual existence commencing on the Date of Filing.

ARTICLE III - PURPOSE

This Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 100,000 shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of this Corporation is Raul R. Delgado De Armas, Esq., and the street address of the initial registered office of this Corporation is 600 Brickell Avenue Suite 500, Miami, Florida, 33131.

ARTICLE VI - PRINCIPAL PLACE OF BUSINESS

The principal place of business of this corporation shall be 1939 Tyler Street, Hollywood, Florida.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have two (2) Directors initially. The number of Directors may be increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial Directors are:

Prepared By:
Raul R. Delgado De Armas, Esq.
600 Brickell Avenue, Suite 500
(305) 372-1152
FBN: 0793329

H02000155135

NAME:

ADDRESS:

Jose Antonio Moreno

Virgen De la Paloma No. 54
Madrid, Spain

Miguel Angel Aguado

Sancho Dávila No. 11
Madrid, Spain

ARTICLE VII - LAWS

The By-Laws of this Corporation may be adopted, altered, amended or repealed by either the Stockholder(s) or Director(s) upon written notice of meeting for such a purpose.

ARTICLE VIII - INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX - PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE X - INCORPORATOR

The person signing these articles is Raul R. Delgado de Armas, Esq.

ARTICLE XI - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

21 IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this day of June, 2002.


Raul R. Delgado De Armas, Esq

STATE OF FLORIDA)
 ss)
COUNTY OF MIAMI- DADE)

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Before me, a Notary Public authorized in the State and County set forth above, personally appeared Raul R. Delgado de Armas, Esq., known to me and known by me to be the person, who, as Incorporator, executed the foregoing Articles of Incorporation of UNICHEMICALS UNIVERSAL, INC., and acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 21 day of June, 2002.

My Commission Expires: 
NOTARY PUBLIC SIGNATURE
My Commission DD112988
Expires April 25, 2006
Notary Public, Print Name

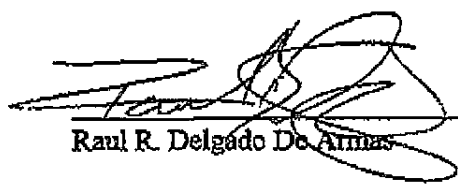
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED - ACCEPTANCE BY REGISTERED AGENT

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act.

First, that UNICHEMICALS UNIVERSAL, Inc., a corporation, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the city of Hollywood, County of Broward, State of Florida, has named Raul R. Delgado De Armas, Esq. located at 600 Brickell Avenue, Suite 500 Miami, Florida, 33131, as its agent to accept service of process within this State.

Second, having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of said Act relative to keeping open said office and of all statutes relative to the proper and complete discharge of his duties, i.e., Section 607.325 F.S.

Dated this 21 day of JUNE, 2002.


Raul R. Delgado De Armas

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