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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: U.C. ENTERPRISES INC.

AUDIT NUMBER...... H98000013083

DOC TYPE.....FLORIDA PROFIT CORPORATION OF P.A.

CERT. OF STATUS..O

PAGES..... (2)

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ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopt(s) the following Articles of Incorporation:

NAME ARTICLE I

The name of the corporation shall be:

U.C. ENTERPRISES INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

6043 KIMBERLY BLVD.

33068 NORTH LAUDERDALE FL

ARTICLE III PURPOSE(S)

The specific purpose(s) for which the corporation is organized is(are): TO SOLICIT CONTRIBUTIONS FROM GENERAL PUBLIC AND DISTRIBUTE THESE CONTRIBUTIONS TO NEEDY INDIVIDUALS AND/OR COMMUNITY IMPROVEMENTS IN SOUTH FLORIDA.

MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed is:

AS STATED IN BY LAWS

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

John e Berger

6043 KIMBERLY BLVD.

NORTH LAUDERDALE FL 33068

ARTICLE VI INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation are:

JOHN E BERGER

6043 KIMBERLY BLVD

FL 33068 NORTH LAUDERDALE

Signature/Incorporator

<u> 1998</u> JULY 15

Date

JOHN E BERGER

(An additional article must be added if an effective date is requested.)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties. and I am familiar with and accept the obligations of my position as registered agent.

Signature/Registered Agent-JOHN E BERGER

JULY 15 1998

Date

PREPARED BY ; PETER JACOBSEN

SOUTHEAST ACCOUNTING & TAX GROUP 6418 N.W 5TH WAY

FL 3330? ET / AND SEDALE

EMPIRE CORP

71:60 866T-ST-70C