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ACCOUNT NO. : 072100000032

REFERENCE : 641168 4336650

AUTHORIZATION :

Patricia Poynt

COST LIMIT : \$ 78.75

ORDER DATE : March 28, 2000

ORDER TIME : 11:42 AM

ORDER NO. : 641168-005

600003187046--6

CUSTOMER NO: 4336650

CUSTOMER: Eugene Rostov, Esq
BAKER & MCKENZIE
BAKER & MCKENZIE
19th Floor
1200 Brickell Avenue
Miami, FL 33131

DOMESTIC FILING

NAME: UNIMONEY.COM INC.

EFFECTIVE DATE: -

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Ellyn Herndon

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR 29 PM 1:03

RECEIVED
00 MAR 28 PM 12:54
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

UNIMONEY.COM INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR 28 PM 1:03

ARTICLE I

NAME

The name of this Corporation is UNIMONEY.COM INC.

ARTICLE II

MAILING ADDRESS OF THE CORPORATION

The mailing address of this Corporation is 1201 Hays Street, Tallahassee, FL 32301-2607.

ARTICLE III

CAPITAL STOCK

This Corporation is authorized to issue 130,000 (one hundred thirty thousand) shares of \$1.00 par value common stock, which shall be designated "Common Shares."

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of this Corporation at that address is Corporation Service Company.

ARTICLE V

DIRECTOR QUORUM AND VOTING

No less than a majority of the directors shall constitute a quorum for a meeting of directors. If a quorum is present, the affirmative vote of a majority of the directors present, or, if a director or directors have abstained from voting because of an interest in the matter to be voted upon, the

affirmative vote of a majority of the directors present and voting, shall be the act of the Board of Directors. The name and address of the initial director of this corporation is:

Bent Ulrik Porsborg

Quinta Finnelly
La Lagunita
Calle P3, El Portal
Caracas, Venezuela

ARTICLE VI

NATURE OF BUSINESS

This Corporation is being formed for the following purposes:

- a. To engage in any and all lawful business or activity permitted under the laws of the United States and the State of Florida.
- b. To generally have and exercise all powers, rights and privileges necessary and incident to carrying out properly the objects herein mentioned.
- c. To do anything and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes or the attainment of any or all of the objects hereinbefore enumerated or incidental to the purposes and powers of the corporation or which at any time appear conducive thereto or expedient.

ARTICLE VII

VOTING REQUIREMENTS FOR SHAREHOLDERS

The affirmative vote of a majority of the shareholders of this Corporation entitled to vote shall be required for the authorization of any action of the shareholders of this Corporation.

ARTICLE VIII

AMENDMENTS TO ARTICLES OF INCORPORATION AND BY-LAWS

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendments hereto and any right conferred upon the shareholders

is subject to this reservation. Further, the power to adopt, alter, amend or repeal the By-Laws shall be vested in the Board of Directors of this Corporation.

ARTICLE IX

POWERS

This Corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act, as amended from time to time.

ARTICLE X

INCORPORATOR

The name and address of the person signing these Articles is:

Bent Ulrik Porsborg
CCS 82047
P.O. Box 025323
Miami, FL 33102-5323

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 28th day of March, 2000.


Bent Ulrik Porsborg

**CERTIFICATE DESIGNATING THE ADDRESS
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED** 00 MAR 28 PM 1:03


WITNESSETH

That UNIMONEY.COM INC., desiring to organize under the laws of the State of Florida, has named Corporation Service Company, 1201 Hays Street, Tallahassee, Florida 32301, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.0505, Florida Statutes.

Dated this 28th day of March, 2000.



Registered Agent