Division of Corporations

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Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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To:

Division of Corporations

Fax Number

: (850)922-4001

From:

: RUIZ & CO., INC. Account Name Account Number : 110116001462 (305)828-1277 Phone : (305)828-6855 Fax Number

FLORIDA PROFIT CORPORATION OR P.A.

UNIVERSAL MERCHANT SYSTEMS CORP.

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\$78.75	l Charge
	l Charge

Aud# H00000037495-9

ARTICLES OF INCORPORATION OF UNIVERSAL MERCHANT SYSTEMS CORP.

The undersigned Incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: UNIVERSAL MERCHANT SYSTEMS CORP. The principal place of business of this corporation shall be: 7865 W. 29 Lane, Ste # 201
Hialeah, Florida 33018

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other State, Country, Territory or Nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: (1000) ONE THOUSAND @ \$.10 par value per share.

This Document Prepared by: Ruiz & Company, Inc 1665 West 68th Street, Ste # 206 Hialeah, Florida 33014 (305) 828-1277 SECRETARY OF STAFE BIVISION OF CORPORATIONS

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ARTICLE IV TERM OF EXISTANCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address (es) of the initial officer(s) and director(s), if any, who shall hold officer the first year of the corporation's existence or until their successor(s) is (are) elected, is (are):

Javier J. Castro Antonino R. Castro 7865 W. 29th Lane, Ste # 201 Hialeah, Florida 33018

ARTICLE VI AMENDMENT

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by the laws of the State of Florida, and all rights conferred upon the shareholders herein are subject to this reservation.

ARTICLE VII INCORPORATOR (S)

The name(s) and street address (es) of the Incorporator(s) to this articles of incorporation is (are):

Antonino R. Castro 7865 W. 29th Lane, Ste # 201 Hialeah, Florida 33018

IN WITNESS WHEREOF, the undersigned Incorporator (s) has (have) executed these Articles of Incorporation this 13th, day of July 2000.

Signature(s) of Incorporator(s)

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CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

- 1. The name of the corporation is: UNIVERSAL MERCHANT SYSTEMS CORP.
- 2. The name and address of office for registered agent is: Antonino R. Castro
 7865 W. 29th Lane, Ste 201
 Hialeah, Florida 33018

SIGNATURE:

TITLE: Officer

DATE: July 13th, 2000

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 607.325, FLORIDA STATUTES.

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SIGNATURE:

DATE: July 13th, 2000

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SECRETARY OF STATE DIVISION OF CORPORATIONS