

P00000/08318

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

409 E. GAINES ST.
TALL, FL 32399

FILED
00 NOV 17 AM 9:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: United Properties International, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

☐ ~~\$70.00~~
Filing Fee

☐ ~~\$70.75~~
Filing Fee
& Certificate

☐ ~~\$122.50~~
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM: James Ford
Name (printed or typed)
180 Park Avenue North
Address
Winter Park, FL 32789
City, State & Zip
407-644-5595
Daytime Telephone number

700003472357--0
-11/21/00--01040--008
*****87.50 *****87.50

NOTE: Please provide the original and one copy of the articles.

g/11/21

ARTICLES OF INCORPORATION
Of
UNITED PROPERTIES INTERNATIONAL, INC.

FILED
00 NOV 17 AM 9:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be United Properties International, Inc.

ARTICLE II

The principal place of business and mailing address of the corporation shall be 180 Park Avenue North, Winter Park, Florida 32789.

ARTICLE III

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

20,000,000 shares Preferred Stock, par value \$.0001

60,000,000 shares Common Stock, par value \$.0001

The common and preferred stock can take on any characteristic the Board of Directors so elect. Also, the Board of Directors is authorized to issue bonds, debentures, warrants and options.

ARTICLE IV

The name and address of the initial registered agent is: James Ford, 180 Park Avenue, Winter Park, Florida 32789.

ARTICLE V

The name and address of the incorporator to these Articles of Incorporation is: James Ford, 180 Park Avenue, Winter Park, Florida 32789

ARTICLE VI

The duration of this corporation is perpetual.

ARTICLE VII

The purpose of this corporation is to engage in any activities or business permitted under the laws of the United States and Florida.

ARTICLE VIII

This corporation shall have four (4) directors initially. The number of directors may be either increased or decreased from time to time by an amendment of the by-laws of the corporation in the manner provided by law, but shall never be less than one (1).

The name and address of the initial directors of this corporation are:
James Ford, 180 Park Avenue North, Winter Park, Florida 32789
Donna O'Connor, 180 Park Avenue North, Winter Park, Florida 32789
Allen J. Schwalb, 180 Park Avenue North, Winter Park, Florida 32789
Kent Kelly, 180 Park Avenue North, Winter Park, Florida 32789

ARTICLE IX

Directors need not be residents of the State of Florida.

ARTICLE X

Directors shall have the authority to fix compensation of the officers of this corporation.

ARTICLE XI

This corporation reserves the right to amend or repeal any of the provisions contained in these Articles of Incorporation, or any amendment hereto. The power to adopt, amend or repeal the Articles of Incorporation of this corporation shall be vested in the Board of Directors by a majority vote.

ARTICLE XII

A majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. If a quorum is present, the affirmative vote of a majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XIII

At a meeting of shareholders called expressly for that purpose, any one director, or the entire board of directors, may be removed, with or without cause, by a vote of the holders of a majority of the shares entitled to vote at an election of directors.

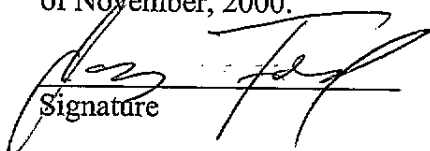
ARTICLE XIV

If all the directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writing evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE XV

The names and titles of the Officers of the corporation are:
James Ford, President, 180 Park Avenue, Winter Park, Florida 32789
Allen J. Schwalb, Executive Vice President, 180 Park Avenue, Winter Park, FL 32789

The undersigned incorporator has executed these Articles of Incorporation this 10th day of November, 2000.


Signature

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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: United Properties International, Inc.

2. The name and address of the registered agent and office is:

James Ford

(NAME)

180 Park Avenue North

(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Winter Park, FL 32789

(CITY/STATE/ZIP)

FILED
00 NOV 17 AM 9:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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)

11/10/00
(DATE)

DIVISION OF CORPORATIONS, P. O. BOX 6327, TALLAHASSEE, FL 32314