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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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*****78.75 *****78.75

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. UNIVERSAL ENTERTAINMENT, INC.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)



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<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

PH 1/30/01

ARTICLES OF INCORPORATION
OF
UNIVERSAL ENTERTAINMENT, INC.

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01 JAN 30 PM 12:24
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 NAME

The name of the corporation shall be:

UNIVERSAL ENTERTAINMENT, INC.

ARTICLE II PRINCIPAL OFFICE

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

8820 SW 81 Street
Miami, Florida 33173

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000.00 shares of One (\$1.00) Dollar par value each.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Roberto A. Fernandez
8820 SW 81 Street
Miami, Florida 33173

ARTICLE V INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) Directors initially. The number of Directors may be increased or diminished from time to time by the By-laws but shall never be less than one (1). The names and

addresses of the initial Directors of this corporation are:

Roberto A. Fernandez
8820 SW 81 Street
Miami, Florida 33173

Edward D. Whittingham II
8820 SW 81 Street
Miami, Florida 33173

ARTICLE VI INITIAL OFFICERS

The names and street addresses of the initial officers of this corporation are:

Roberto A. Fernandez - President
8820 SW 81 Street
Miami, Florida 33173

Edward D. Whittingham II - Vice President
8820 SW 81 Street
Miami, Florida 33173

Tessie I. Rico - Secretary
8820 SW 81 Street
Miami, Florida 33173

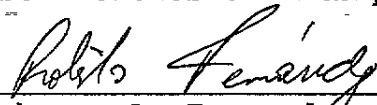
Lisa M. Rico - Treasurer
8820 SW 81 Street
Miami, Florida 33173

ARTICLE VII INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Roberto A. Fernandez
8820 SW 81 Street
Miami, Florida 33173

The undersigned has executed these Articles of Incorporation this 26 day of January, 2001.


Roberto A. Fernandez, Incorporator
January 26, 2001.

CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

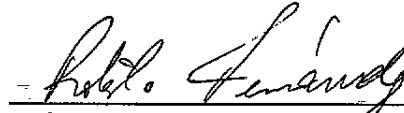
1. The name of the corporation is:

UNIVERSAL ENTERTAINMENT, INC.

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

Roberto A. Fernandez
8820 SW 81 Street
Miami, Florida 33173

Signature

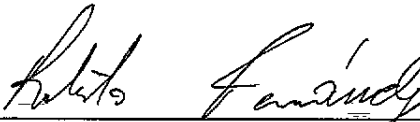


Roberto A. Fernandez, Incorporator

Date: January 26, 2001.

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



Roberto A. Fernandez, Registered Agent

Date: January 26, 2001.