

J. BRYAN APR -10 2001



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

April 3, 2001

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UCC FILING & SEARCH SERVICES, INC.

SUBJECT: UNIVERSAL PROMOTIONS, INC. Ref. Number: W01000007430

We have received your document for UNIVERSAL PROMOTIONS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6927.

Tracy Smith Document Specialist New Filing Section

Letter Number: 101A00019703

ARTICLES OF INCORPORATION

OF

Universal Star Promotions, Inc.

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The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I: NAME OF THE CORPORATION

The name of the corporation is Universal Star Promotions: Inchereinafter referred to as the "Corporation".

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and the mailing address of the Corporation is 3837 Northdale Boulevard, Suite 130, Tampa, Florida 33624.

ARTICLE III: DURATION OF THE CORPORATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

ARTICLE IV: PURPOSE OF THE CORPORATION

The purpose for which the Corporation is organized is to engage in any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statute, as amended.

ARTICLE V: AUTHORIZED SHARES

The Corporation is authorized to issue One Hundred Thousand (100,000) shares of common stock with a par value of \$1.00 per share. All stock shall be of one class. The Board of Directors may authorize the issuance of such stock to such person(s) upon such terms and for such consideration as they may deem appropriate. The consideration may consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the Corporation.

ARTICLE VI: PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights. Every shareholder, upon the sale for cash of any new or reissued stock of the Corporation, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE VII: INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Corporation's initial registered office is 3837 Northdale Boulevard, Suite 130, Tampa, Florida 33624 and the registered agent at that office is KENNETH B. STEPHENS.

ARTICLE VIII: BOARD OF DIRECTORS

The business and affairs of the Corporation shall be managed by and under the direction of the Board of Directors. The number of directors of the Corporation shall be fixed by or in the manner provided in the Bylaws of the Corporation.

ARTICLE IX: INCORPORATOR

The incorporator of the Corporation is as follows:

KENNETH B. STEPHENS 621 Lutz Lake Fern Road Lutz, Florida 33549

IN WITNESS WHEREOF, I, KENNETH B. STEPHENS, the undersigned incorporator, have
signed these Articles of Incorporation of this 29th day of Much 200(, and
acknowledged the same to be my add.
STATE OF FLORIDA) COUNTY OF <u>Dade</u>)

The foregoing instrument was acknowledged before me this $\frac{27\pi}{2001}$ day of $\frac{1}{2001}$ 2001, by KENNETH B. STEPHENS, who personally appeared before me at the time of notarization, and who is either personally known to me or who has produced $\frac{1}{2000} \frac{1}{2000} \frac{1}{2000} \frac{1}{2000}$ as identification.

NOTARY PUBLIC:

SIGN: SIGN: Stonly P. Lewis PRINT: Stanley B. Lowis

HELP&NURTUE

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to the provisions of Chapters 48.091 and 607.0501 of the Florida Statutes, the following is submitted, in compliance with said Acts:

First-That Universal_Star_Promotions' The desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation in the City of Tampa, County of Hillsborough, State of Florida, has named KENNETH B. STEPHENS at 3837 Northdale Boulevard, Suite 130 in the City of Tampa, County of Hillsborough, State of Florida, as its agent to accept service of process within this state.

-Acceptance of Agent-

ACKNOWLEDGMENT:

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.

BY: ENNETH B. STEPHENS 29

