

STACIE L. COHEN
JEFFREY M. FENSTER



JESSE S. FAERBER
CHRISTOPHER B. WIGAND

PROFESSIONAL ASSOCIATION
OF ATTORNEYS AT LAW

APR 20 2001

PO100040495

Secretary of State
Division of Corporation
409 E. Gaines Street
Tallahassee, FL 32399

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RE: Unique Terra, Inc.

To Whom It May Concern:

I have enclosed herein the original Articles of Incorporation for Unique Terra, Inc. Please provide us with a stamped copy at your earliest convenience.

Should you have any questions, please feel free to contact me.

Very truly yours,

STACIE L. COHEN

SLC/ecd

FILED
01 APR 20 AM 9:30
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

UNIQUE TERRA, INC.

FILED
01 APR 20 AM 9:30
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the Corporation shall be:

UNIQUE TERRA, INC.

The principal place of business of this corporation shall be 10725 N.W. 30th Place, #4, Sunrise, FL 33322.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in 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 that this corporation is authorized

to issue 500 shares of common stock having \$1.00 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 10725 N.W. 30th Place, #4, Sunrise, FL 33322, and the name of the initial registered agent of the corporation at that address is OSCAR BOLIVAR NUNEZ.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually from the date of filing of these Articles of Incorporation.

ARTICLE VI. SPECIAL PROVISION

It is the intent of the incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code and that the corporation will file as an S corporation.

ARTICLE VII. DIRECTORS

The number of directors constituting the initial board of directors is two (2). The name and address of each person who shall serve as a member of the initial board of directors is:

LUISA ROSEMARY NUNEZ
10725 N.W. 30th Place, #4
Sunrise, FL 33322

OSCAR BOLIVAR NUNEZ
10725 N.W. 30th Place, #4
Sunrise, FL 33322

ARTICLE VIII. OFFICERS

The name and address of each of the initial officers of the corporation is:

OSCAR BOLIVAR NUNEZ,
President
10725 N.W. 30th Place, #4
Sunrise, FL 33322

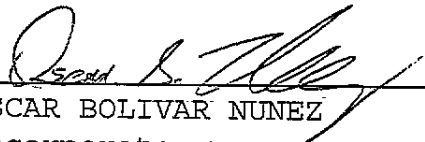
LUISA ROSEMARY NUNEZ, Vice-
President, Secretary and Treasurer
10725 N.W. 30th Place, #4
Sunrise, FL 33322

ARTICLE IX. INCORPORATORS

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

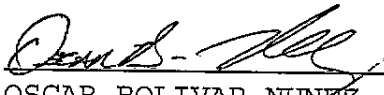
OSCAR BOLIVAR NUNEZ
10725 N.W. 30th Place, #4
Sunrise, FL 33322

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this April 19th, 2001.



OSCAR BOLIVAR NUNEZ
Incorporator

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.



OSCAR BOLIVAR NUNEZ
Registered Agent

STATE OF FLORIDA

COUNTY OF BROWARD

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared OSCAR BOLIVAR NUNEZ who is/are personally known to me or who has/have produced his/her driver's license as identification and who executed the foregoing instrument and acknowledged before me that they executed the same and did take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this April 19th, 2001.



ELIXANDRA CORONA
COMMISSION # CC 693348
EXPIRES DEC 6, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.

A handwritten signature in cursive script, reading "Elixandra Corona".

Notary Public

My commission expires:

FILED

01 APR 20 AM 9:30

SECRETARY OF STATE
TALLAHASSEE FLORIDA