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FILED

UTA E NICHTS
UTALEE GROUP, INCORPORATED
10716 NE 9TH AVENUE
BISCAYNE PARK, FLORIDA 33161

01 NOV 13 PM 5:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOVEMBER 7, 2001

SECRETARY OF STATE
CORPORATION DIVISION
STATE OF FLORIDA
401 E GAINES STREET
TALLAHASSEE, FLORIDA 32399

100004676781--9
-11/13/01--01068--004
*****70.00 *****70.00

RE: UTALEE GROUP, INCORPORATED

GENTLEMEN;

ENCLOSED HEREIN ARE THE ARTICLES OF INCORPORATION
TOGETHER WITH A COPY OF SAID ARTICLES FOR UTALEE GROUP,
INCORPORATED AND OUR CHECK IN THE AMOUNT OF \$70.00 AS
FOLLOWS:

FILING FEE	\$35.00
REGISTERED AGENT	35.00

TOTAL	\$70.00

RESPECTFULLY SUBMITTED,



UTA E NICHTS, INCORPORATOR

C. BLALOCK NOV 13 2001

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Certificate of Incorporation
-of-
UTALEE GROUP, INCORPORATED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We the undersigned hereby associate ourselves together for the purpose of becoming a corporation under the Laws of the State of Florida by and under the provisions of the Statutes of the State of Florida.

ARTICLE I

The name of this corporation shall be:

UTALEE GROUP, INCORPORATED

ARTICLE II

The corporation may engage in RETAIL SALES, as well as, any other legal business activity permitted under the laws of the United States and or the state of Florida.

ARTICLE III

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any one time is FIVE HUNDRED(500) shares of common stock, having a par value of one (\$1.00) dollar per share.

ARTICLE IV

The amount of capital with which this corporation will begin business shall be the sum of no less than FIVE HUNDRED (\$500.00) dollars.

ARTICLE V

The corporation shall exist perpetually unless sooner dissolved by law.

ARTICLE VI

The initial street address of the principal office of the corporation shall be :

10716 NE 9TH AVENUE
BISCAYNE PARK, FLORIDA 33161

ARTICLE VII

The number of Directors of this corporation shall be no less than one (1).

ARTICLE VIII

The name and street address of the members of the first Board of Directors of this Corporation are as follows:

UTA E NICHTS	10716 NE 9TH AVENUE
	BISCAYNE PARK, FLORIDA 33161

ARTICLE IX

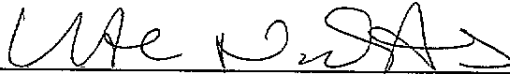
The name and street address of the persons signing these Articles of Incorporation as incorporator is as follows:

UTA E NICHTS	10716 NE 9TH AVENUE
	BISCAYNE PARK, FLORIDA 33161

ARTICLE X

The corporate existence of this corporation shall begin on the date the Articles of Incorporation are filed of record.

IN WITNESS WHEREOF, the undersigned, UTA E NICHTS, being a natural person competent to contract, have hereunto set their hand and seals this 8 th day of NOVEMBER 2001.

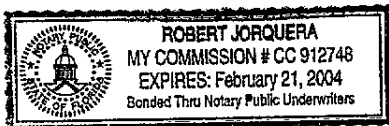


UTA E NICHTS, Incorporator

STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME, the undersigned Notary Public of the State of Florida personally appeared UTA E NICHTS, known to me to be the individuals described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they executed the same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal this 8 th day of NOVEMBER, 2001.





Notary Public, State of Florida
My commission expires:

(Notary Seal)

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CERTIFICATE DESIGNATING PLACE OF BUSINESS DOMICIL
FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First: UTALEE GROUP, INCORPORATED desiring to organize under the laws of the State of Florida with its principal offices as stated in the Articles of Incorporation, in the City of BISCAYNE PARK, County of DADE, state of Florida has named UTA E NICHTS located at 10716 NE 9TH AVENUE, BISCAYNE PARK, FLORIDA 33161, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept services of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office



UTA E NICHTS, INCORPORATOR