

PO20000000122

TRANSMITTAL LETTER

FILED

01 DEC 31 AM 10:17

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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

SUBJECT: UNIWEALTH MANAGEMENT CORP,  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee  
& Certificate of Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☒ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

FROM: JOHN P. TETZELI  
Name (Printed or typed)

6981 S.W. 59 STREET  
Address

MIAMI FLORIDA 33143  
City, State & Zip

305 446-4800  
Daytime Telephone number

200004745032--3  
-12/31/01--01061--016  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

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

D. WHITE JAN - 2 2002

4

ARTICLES OF INCORPORATION

FILED

01 DEC 31 AM 10:17

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION OF **UNIWEALTH MANAGEMENT CORP.**

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 **UniWealth Management Corp.**

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 2,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV Principal Office

The principal place of business/mailing address is:

**6981 S.W. 59 Street  
Miami, Florida 33143**

ARTICLE V SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

ARTICLE VI TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VII LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his

services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

#### ARTICLE VIII SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

**Antonio M. Menendez - President and Treasurer**  
**John P. Tetzeli - Vice President and Secretary**

#### ARTICLE X INCORPORATOR

The name and address of the incorporator is:

**John P. Tetzeli**  
**6981 S.W. 59 Street**  
**Miami, Florida 33143**

#### ARTICLE XI REGISTERED AGENT

The name and Florida street address of the registered agent is:

**John P. Tetzeli**  
**6981 S.W. 59 Street**  
**Miami, Florida 33143**

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal

on this 28 day of December, 2001.

Incorporator: John P. Tetzeli  
John P. Tetzeli

STATE OF FLORIDA

COUNTY OF DADE

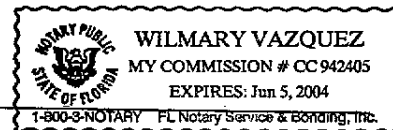
The foregoing instrument was executed and acknowledged before me this

28 day of December, 2001, by John P. Tetzeli.

Wilmory Vazquez  
Notary Public (SEAL)

State of Florida

My Commission Expires:



Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

John P. Tetzeli  
John P. Tetzeli / Registered Agent

December 28, 2001  
Date

John P. Tetzeli  
John P. Tetzeli / Incorporator

December 28, 2001  
Date

01 DEC 31 AM 10:17  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED