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FILED

02 APR 18 AM 10: 03

SECRETARY OF STATE
TALLAHASSEE FLORIDA

April 16TH, 2002

Florida Department of State
Corporate Records Bureau
P.O. Box 6327
Tallahassee, Florida 32314

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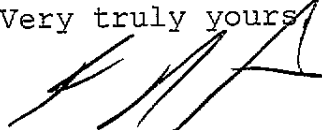
*****78.75 *****78.75

Re: UNITED PRODUCTIONS CORP.

Dear Staff:

Enclosed please find Articles of Incorporation for the above named corporation and a check for \$78.75. Please file these and send back the filed documents. I am enclosing a self-addressed envelope for your convenience.
Thank you for your cooperation.

Very truly yours



Fran R. Barrett

D. WHITE APR 24 2002

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ARTICLES OF INCORPORATION

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ARTICLE I - NAME

The name of this Corporation is UNITED PRODUCTIONS INCORP
whose principal place of business is 1380 NW 192ND TERRACE, MIAMI,
FLORIDA, 33169.

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on
the date of the filing of these Articles with the Department of
State.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of transacting
any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 100 shares of \$1.00
par value common stock which shall be designated "Common Shares".

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of
this corporation shall have the right to purchase his pro-rata
share thereof (as nearly as may be done without issuance of
fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this
corporation is 4300 NORTH UNIVERSITY DR. C-102, LAUDERHILL, FLORIDA
33351 and the name of the initial registered agent of this
corporation is FRAN R. BARRETT.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have 1 Director(s) constituting the
initial Board of Directors. The number of Directors may be either
increased or decreased from time to time by the By-Laws. The
name(s) and address(es) of the initial Board of Directors of this
corporation is (are):

NAME	ADDRESS
JASON FIGUEROA	19000 NW 27 TH AVE. #302 OPA LOCKA, FLORIDA 33056

ARTICLE VIII - INCORPORATORS

The name and address of each person signing these Articles is:

NAME
JASON FIGUEROA

ADDRESS
19000 NW 27TH AVE. #302
OPA LOCKA, FLORIDA 33056

ARTICLE IX - INDEMNIFICATION

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 15th day of April, 2002.

Jason Figueroa
Subscriber JASON FIGUEROA

Subscriber

Subscriber

Subscriber

STATE OF FLORIDA

COUNTY OF BROWARD

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared JASON FIGUEROA known to be and known by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 15th day of April, 2002.

My Commission Expires:

[Signature]
Notary Public



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

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST - THAT UNITED PRODUCTIONS, CORP.
DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF
FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF MIAMI
STATE OF FLORIDA, HAS NAMED FRAN R. BARRETT LOCATED AT 4300 N
UNIVERSITY DR. C-102 LAUDERHILL, FLORIDA 33351 AS ITS AGENT TO
ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE Jason Figueroa
(Corporate Officer)
JASON FIGUEROA

TITLE: CEO

DATE : 4/15/02

SIGNATURE _____
(Corporate Officer)

TITLE:

DATE :

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY
PERFORMANCE OF MY DUTIES.

SIGNATURE FRAN R. BARRETT
(Resident Agent)
FRAN R. BARRETT

DATE

4/15/02