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From:

Account Name : CORPORATE & CRIMINAL RESEARCH SERVICES
Account Number : 110450000714
Phone : (850) 222-1173
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FLORIDA PROFIT CORPORATION OR P.A.

UOD EAST HOLDING, INC.

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
| Certified Copy | 1 |
| Page Count | 02 |
| Estimated Charge | \$78.75 |

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**ARTICLES OF INCORPORATION
OF
UOD EAST HOLDING, INC.**

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

ARTICLE I - NAME

The name of the corporation shall be UOD EAST HOLDING, INC. ("Corporation").

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of the Corporation shall be 701 Brickell Avenue, Suite 2030, Miami, Florida 33131.

ARTICLE III - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares of Common stock having a par value of \$0.01 per share.

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

Pedro A. Martin
c/o Greenberg Traurig, P. A.
1221 Brickell Avenue
Miami, Florida 33131

ARTICLE V - INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation are:

Pedro A. Martin
1221 Brickell Avenue
21 Floor
Miami, Florida 33131

Date: May 21, 2002

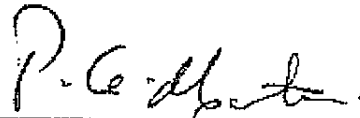

Pedro A. Martin
Incorporator

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Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of its position as registered agent.

Date: May 21, 2002


Pedro A. Martin