

Division of Corporations

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**Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : A 1 A CORPORATE SERVICES, INC.
Account Number : I20010000247
Phone : (305) 673-0347
Fax Number : (305) 532-0738

FILED
02 OCT 29 PM 4:41
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

UniquePromoGift Corp.

Certificate of Status	0
Certified Copy	0
Page Count	02
Estimated Charge	\$70.00

10/29/02

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ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be :

UniquePromoGift Corp.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailling address is :

1520 Capri St.

Coral Gables , Florida 33134

ARTICLE III PURPOSE

The purpose for which the corporation is organized is to engage in any activity o
business permitted under the laws of the State of Florida.

ARTICLE IV SHARES

The number of shares of stock is:

1500 COMMON SHARES PAR VALUE \$.10

ARTICLE V INITIAL OFFICERS / DIRECTORS (optional)

The name(s), address(es), and title(s) of the directors and officers i

Director, President :

Clara Herrera Acconciagioco

1520 Capri St. Coral Gables , Florida 33134

Vice President :

Magda Lavin

1520 Capri St. Coral Gables , Florida 33134

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ARTICLE VI REGISTERED AGENT

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

FLORIDA AGENT SERVICES, INC.

1221 BRICKELL AVE. SUITE 900

MIAMI, FL 33131

ARTICLE VII INCORPORATOR

The name and Florida street address of the incorporator is:

FLORIDA AGENT SERVICES, INC.

1221 BRICKELL AVE. SUITE 900

MIAMI, FL 33131

ARTICLE VIII

No director or officer of the corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of fiduciary duty as a director or officer, provided, however, that the foregoing clause shall not apply to any liability of a director or officer (i) for any breach of the director's or officer's duty of loyalty to the corporation or its shareholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, or (iii) for any transaction from which the director or officer derived an improper personal benefit. Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification or advancement of attorney's fees and expenses to any person who is or was an officer or director of the Corporation.

ARTICLE IX

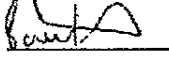
The incorporator resigns all powers, duties and obligations on the date of filing of the Articles of Incorporation.

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.


Signature / Registered Agent

Paul Smith, Vice President

10-29-02
Date


Signature/Incorporator

Paul Smith, Vice President

10-29-02
Date

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