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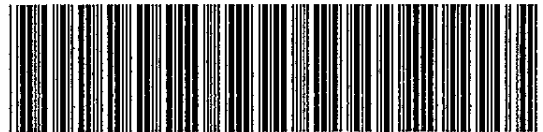
(Business Entity Name)

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SECURITY STATE
TALLAHASSEE, FLORIDA

1/19/05
SA

✓

TRANSMITTAL LETTER

Date: JAN 07,05

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

SUBJECT: UNIC URBAN PLACE, INC.

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for:

\$70.00	\$78.75	\$78.75	\$87.50
Filing fee	<u>X</u> Filing Fee & Certificate of status	Filing Fee & Certified copy	Filing fee Certified Copy & Certified of Status

FROM: UCR ASSOCIATES, INC.

Name

6500 FOREST CITY RD

Address

ORLANDO , FL 32810

City, State & Zip

(407) 523-0020

Daytime Telephone number

**ARTICLE OF INCORPORATION
OF
UNIC URBAN PLACE**

The undersigned being a natural person of legal age do hereby desire to form a corporation under the Laws of the State of Florida and do hereby adopt the following Articles of Incorporation.

ARTICLE I. NAME

The name of this corporation is:

UNIC URBAN PLACE, INC

ARTICLE II. PRINCIPAL OFFICE

The principal place of business of the corporation in the State of Florida shall be: 3801 Starks Street, Orlando, FL 32805.

ARTICLE III. PURPOSE

This corporation may engage in any business activities permitted under the laws of the State of Florida, or any other state, county, territory or nation.

To market, sell, exchange, trade, acquire and generally deal in goods and products of any kind.

To engage in any other activity or business permitted under the laws of this State.

ARTICLE IV. CAPITAL STOCK/ SHARE

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time shall be as follows: One Thousand (1,000) shares of common stock having a par value of \$0.50¢ per share. The consideration to be paid for each share shall be as filed by the Board of Directors, and may take the form of services rendered, cash, property, or any other form deemed satisfactory by the Board of Directors.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V. TERM OF EXISTENCE

The corporation shall exist perpetually unless dissolved according to the law.

ARTICLE VI. DIRECTORS

The corporate shall have two directors initially. The number of directors may be increased or diminished from time to time, by by- laws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL OFFICERS AND/ OR DIRECTORS

The name(s) and street address of the initial board of directors are:

NAME	ADDRESS
Eunice Deshields	3801 Starks ST, Orlando, FL 32805
Abiodun Adeniji	3801 Starks ST, Orlando, FL 32805

ARTICLE VIII. DIRECTORS' POWERS

The Board of Directors shall have the power to fix or change salaries of the Directors as Directors and as Officers, to restrict the transfer to stock by stockholders, to indemnify Directors and Officers against liability for their good faith acts and omissions to permit contracts or other transaction between the corporation and one or more of its Directors individually or business in which one or more of its Directors are interested, and to exercise such other powers of corporation as are not inconsistent with these Articles or with any by-laws that may be adopted by the stockholders.

ARTICLE IX. INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

Eunice Deshields
3801 Starks ST,
Orlando, FL 32805

ARTICLE X. REGISTERED OFFICE AND REGISTERED AGENT

The name and address of the state incorporator to these Articles of Incorporation is:

Eunice Deshields
3801 Starks ST,
Orlando, FL 32805

ARTICLE XI. INDEMNIFICATION

Every director, officer, employee, or agent of this corporation shall be indemnified by the corporation against all expenses and liabilities, including counsel fees, reasonably incurred or by reason of their being imposed upon him or her in connection with any proceeding to which he or she may be made a party, or in which he/she may become involved by reason of his or her employment, or by reason of his or her being a director, officer, employee, or agent of this corporation, any statement thereof, whether or not he or she is a director, officer, employee or agent at the time such expenses are incurred, except in such cases wherein the director, officer, employee or agent is adjusted liable for negligence or misconduct in the performance of his or her duties as such director, officer, employee or agent. The foregoing right indemnification shall be in addition to and not exclusive of all other rights to which each director, officer, employee or agent is entitled.

ARTICLE XI. AMENDMENT

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights conferred on stockholders are granted and subjected to this reservation.

ARTICLE XII. PREEMPTIVE RIGHTS

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

IN WITNESS WHEREOF, I, the undersigned Incorporator, have hereunto set my hand and seal, this 6th day of January, 2005, for the purpose of forming this corporation under the laws of the State of Florida, and do hereby make and file in the office of the Secretary of the State of Florida these Articles of Incorporation and certify that the facts herein stated are true.


Eunice Deshields

STATE OF FLORIDA

COUNTY OF Orange

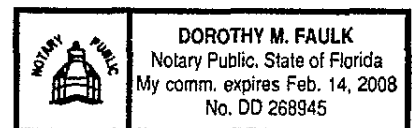
I hereby certify that on this day, before me, a Notary Public duly authorized in the state and county named above to take acknowledgments, personally appeared Eunice Deshields, to me known to be the person described as subscriber in and who executed the foregoing Article of Incorporation, and acknowledge before that he subscribed to these Articles of Incorporation.

Sworn to and subscribed before me this 6th day of January 2005

Dorothy M. Faulk
NOTARY PUBLIC, State of Florida

My Commission Expires: Feb. 14, 2008

Identification: New York ST-448-993-512



**CERTIFICATE DESIGNATING
REGISTERED AGENT/ REGISTERED OFFICE**

Pursuant to the provisions of Chapter 607 Florida Statutes, the undersigned corporation, organized under the law of the State of Florida, submits the following statement in designating the office/- registered agent, in the State of Florida.

1. The name of the corporation is:

UNIC URBAN PLACE, INC.
2. The name and address of the registered agent and office is:

NAME

Eunice Deshields

ADDRESS

3801 Starks ST, Orlando, FL 32805

Having been named to accept service of process for the above sated 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 of Registered Agent