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(Requestor's Name)

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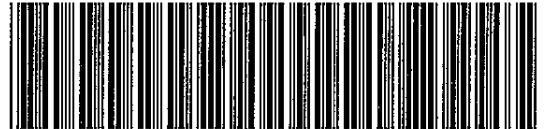
(Business Entity Name)

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CLERK OF COURT
TALLAHASSEE, FLORIDA

05 MAR -8 PM 1:01

FILED

03-16-05

March 8, 2005

Via Federal Express #8508-5891-6773

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: Request to file Articles of Incorporation of
UNITED EMPIRE, INC.

Gentlemen:

I am enclosing an original and a copy of the Articles of Incorporation for the above-named corporation. In addition, a check in the amount of \$78.75 is enclosed which represents the filing fee, registered agent designation, as well as the fee for a certified copy.

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Furthermore, I have enclosed a postage paid Federal Express return envelope for your use in returning the certified copy to me at your earliest convenience.

Thank you for your attention to this matter.

Sincerely,



Jose M. Montane
10621 S.W. 88th Street
Suite 101
Miami, Florida 33173

JMM/eo
Enclosure

ARTICLES OF INCORPORATION

OF

UNITED EMPIRE, INC.

The undersigned incorporators subscribe to these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is: United Empire, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business/mailing address of the corporation is:

10621 S.W. 88th Street, Ste. 101
Miami, Florida 33173

ARTICLE III - PURPOSE/NATURE OF BUSINESS

The general purposes for which the corporation are organized are:

1. To operate a business involving entertainment and all matters related thereto.
2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV - CAPITAL STOCK

The capital stock of this corporation shall be One Hundred (100) share of the par value of One Dollar (\$1.00) per share, making the total One Hundred Dollars (\$100.00).

ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually and shall commence on the date these Articles are signed.

FILED
05 MAR -8 PM 1:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES VI - INITIAL OFFICERS/DIRECTORS

This corporation shall have a Board of Directors consisting of THREE (3) members initially, and all of the corporate powers shall be exercised and the business affairs of the corporation shall be managed under the direction of the Board of Directors. The number of directors may be either increased or diminished from time to time in the manner provided in the Bylaws, but shall never be less than One. The name and address of the initial members of the Board of Directors are:

<u>NAME</u>	<u>Title</u>	<u>ADDRESS</u>
Divier Moreno	President	10621 S.W. 88 th Street, Ste. 101 Miami, Florida 33173
Jose M. Montane	President	10621 S.W. 88 th Street, Ste. 101 Miami, Florida 33173
Erika Ortiz	Vice President	10621 S.W. 88 th Street, Ste. 101 Miami, Florida 33173

ARTICLE VII - REGISTERED AGENT

The name of its initial Registered Agent and his/her address is:

Erika Ortiz	10621 S.W. 88 th Street, Ste. 101 Miami, Florida 33173
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ARTICLE VIII - INCORPORATORS

The name and the post office address of the incorporator of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Divier Moreno	President 10621 S.W. 88 th Street, Ste. 101 Miami, Florida 33173
Jose M. Montane	President 10621 S.W. 88 th Street, Ste. 101 Miami, Florida 33173

ARTICLE IX - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved at a Stockholders meeting by a majority of the stock entitled to vote thereon.

IN WITNESS WHEREOF, these Articles have been subscribed on this, the 7th day of

March, 2005.


Divier Moreno -
INCORPORATOR


Jose M. Montane
INCORPORATOR

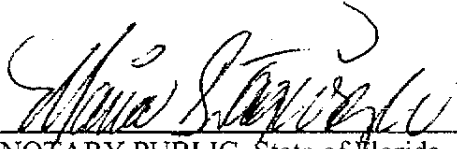
STATE OF FLORIDA
COUNTY OF MIAMI - DADE

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly appointed in the State and County named above to take acknowledgments, personally appeared, **Divier Moreno** who has produced FDL # M1650-160-82 - 148-0 as identification and **Jose M. Montane** personally known to me, to be the person(s) described as incorporators in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS, my hand and official seal in the County and State named above, this 7th day of March, 2005.



Maria D. Jagwansingh
My Commission DD188483
Expires February 25, 2007


NOTARY PUBLIC, State of Florida

My Commission Expires:

ACKNOWLEDGMENT:

HAVING BEEN NAMED TO ACCEPT THE SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT TO ACT IN THE CAPACITY, AND AGREE TO COMPLY WITH THE PROVISIONS OF SAID ACT RELATIVE TO KEEPING SAID OFFICE OPEN.

By: 
Erika Ortiz -
REGISTERED AGENT