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PICK-UP WAIT MAIL

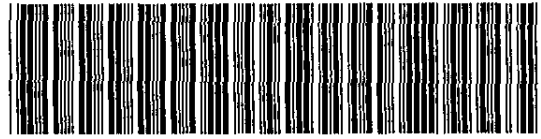
(Business Entity Name)

(Document Number)

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. U.G.D. STORES INC.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- Walk in Pick up time 2.00 Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS

- Profit
 Not for Profit
 Limited Liability
 Domestication
 Other

AMENDMENTS

- Amendment
 Resignation of R.A., Officer/Director
 Change of Registered Agent
 Dissolution/Withdrawal
 Merger

OTHER FILINGS

- Annual Report
 Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
 Limited Partnership
 Reinstatement
 Trademark
 Other

Examiner's Initials

ARTICLES OF INCORPORATION
OF
U.G.D. STORES INC.

I, the undersigned, hereby make, adopt, subscribe and acknowledge these Articles of Incorporation for the purpose of organizing and incorporating under the laws of the State of Florida, by and under the provisions of the statutes of the State of Florida providing for the formation, liability, rights, privileges and immunities of the corporation for profit.

ARTICLE I : NAME

The name of the corporation shall be:

U.G.D. STORES INC.

ARTICLE II : PURPOSE

The nature of the business, objects and purposes to be transacted and carried on are to engage in any activity of business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE III: CAPITAL STOCK

The authorized capital stock of this corporation shall consist of 60 shares of common stock, having \$ 10.00 par value, which shall be issued for such consideration as may be fixed by the Board of Directors of the corporation.

ARTICLE IV : INITIAL CAPITAL

The amount of capital with which corporation shall begin business shall be \$ 600.00

ARTICLE V : CORPORATE EXISTENCE

The corporation shall exist perpetually unless dissolved according to law.

ARTICLE VI : POST OFFICE ADDRESS

The post office address of the principal office of this corporation shall be :
2860 WEST 3 CT. HIALEAH, FL. 33010
with the privilege of having branch or other offices at other places within or without the State of Florida. The principal office may be moved to such other address as the Board of Directors shall by resolution determine.

ARTICLE VII : NUMBER OF DIRECTORS

The business of this corporation shall be conducted by a Board of Directors consisting initially of four directors.

The numbers of directors may be changed from time to time By-Laws adopted by the stockholders; but shall never be less than the minimum number required by the laws of the State of Florida, as amended from time to time.

ARTICLE VIII : INITIAL DIRECTORS

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Antonio Ruso

10125 SW 115 Ct,
Miami, Fl. 33176

Irma Ruso

10125 SW 115 Ct. Miami, Fl. 33176

Omar Ruso

2860 W. 3 Ct. Hialeah, Fl. 33010

Vanessa Ruso.

2860 W. 3 Ct. Hialeah, Fl. 33010

ARTICLE IX : OFFICERS

Antonio Ruso.-President

Irma Ruso-Secretary\Treasurer

Omar Ruso-Vice-President

Vanessa Ruso-Vice-President.

ARTICLE X: SUBSCRIBERS

The name and post office addresses of the subscribers to these articles are as follow :

N A M E

A D D R E S S

Antonio Ruso

10125 SW 115 Ct,
Miramar, Fl. 33027

ARTICLE XI : AMENDMENTS

Theses articles of incorporation may be amended from time to time in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority of the stockholders entitled to vote.

ARTICLE XII : REGISTERED OFFICE AND AGENT.

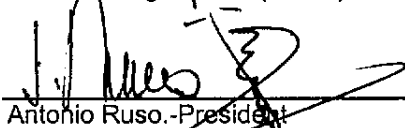
The initial address of the registered office of the corporation is:

2860 WEST 3 CT. HIALEAH, FL. 33010

and the registered agent is :

Antonio Ruso

The undersigned has (have) executed these Articles of Incorporation this date:


Antonio Ruso.-President

(Date) 12-26-05

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE

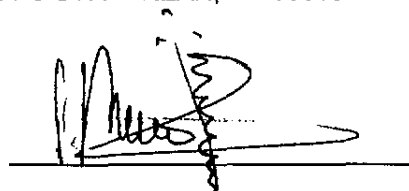
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TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1- The name of the corporation is :
U.G.D. STORES INC.

2- The name and address of the registered agent and office is :
Antonio Ruso 2860 WEST 3 CT. HIALEAH, FL. 33010

SIGNATURE



TITLE

Antonio Ruso.-President

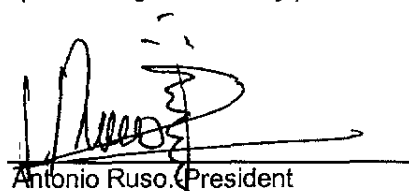
DATE

12-26-05

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity.

I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

SIGNATURE



DATE

12-26-05