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FILED
95 MAR 28 AM 11:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Universal Communications
160 NW 176 ST #200
Miami, FL 33169

OFFICE USE ONLY

100001442021
-03/28/95--01133--006
****122.50 ****122.50

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

1. Universal Communications Ltd., Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☐ Walk in ☐ Pick up time _____

☐ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

10 BROWN MAR 31 1995

Examiner's Initials

ARTICLES OF INCORPORATION
OF
UNIVERSAL COMMUNICATIONS LTD., INC.

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TALLAHASSEE, FLORIDA

We, the undersigned, hereby associate ourselves for the purpose of becoming incorporated under the laws of the State of Florida under the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be Universal Communications LTD., Inc.

ARTICLE II

The principle place of business shall be situated at 160 N.W. 176th Street, Suite # 200, Miami, Florida 33169, and said corporation shall have the right and privilege of establishing, operating and doing business in such other counties of the State of Florida and in such states of the United States and foreign countries as the Board of Directors may from time to time order and establish.

ARTICLE III

The general nature of the business to be transacted by this corporation is as follows:

To acquire, by purchase, lease or otherwise, lands and interest in lands, and to own, hold, improve, develop and manage any real estate so owned, held or occupied by the corporation, buildings or other structures, with their appurtenances, and to enlarge operate, lease, rebuild, enlarge, alter or improve any buildings or other structures, now or hereafter erected on any lands so owned, held or occupied, and to encumber or dispose of any lands or interests in lands, and any buildings or other structures, at any time owned or held by the corporation;

To buy, purchase, exchange, hire, lease, sell, convey, encumber and otherwise deal in real estate and property, either improved or unimproved, and any rights or interest therein, and to hold, own control, manage and develop the same.

To purchase or otherwise acquire real and personal property of any and all kinds that may be lawfully acquired and held by a business corporation, and in particular lands, leaseholds, shares of stock, mortgages, bonds and other securities.

To sell, manage, improve, develop, assign, transfer, convey, lease, pledge or otherwise alienate or dispose of, and to mortgage or otherwise encumber lands, buildings, real property, chattels, real or other property of the company, real or personal;

To lend money on bonds secured by mortgages on real property or to lend money and make advances from time to time on bonds secured by mortgages for future advances upon real estate or any interest therein;

To issue debenture bonds secured by mortgages, upon property of this company or otherwise, and to sell the same; to borrow money, make and issue its promissory notes, bonds or other evidences of indebtedness, whether secured by mortgage, pledge, or otherwise;

To purchase, acquire, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of the shares of capital stock, bonds, debentures or other evidences of indebtedness of any corporation, domestic or foreign, and while the holder thereof, to exercise all the rights and privileges of ownership, including the right to vote thereon, and to issue in exchange therefore, its own stock, bonds and other obligations;

To operate, conduct and maintain any and all types of business as may be lawfully carried on in the State of Florida, other states and foreign countries, and to do all things necessary and proper to the conduct of any such business so operated, conducted, not inconsistent with the laws of the State of Florida;

To do everything necessary, suitable and proper for the accomplishment of any of the purposes and the attainment of any of the objects and furtherance of any of the powers hereinabove set forth, whether alone or in association with other corporations, firms, individuals, or as principal, or agent, and to do every and all acts and things, incidental to, appurtenant to, or growing out of or connected with the aforesaid purposes, objects and powers, or any part thereof, not inconsistent with the laws of the State of Florida.

ARTICLE IV

The total authorized capital stock of the corporation shall be 1,000 shares of common stock at a par value of \$1.00 per share, fully paid and nonassessable, payable in cash, property, labor and services at a just value.

ARTICLE V

This corporation shall have perpetual existence.

ARTICLE VI

The post office address of the corporation shall be 160 N.W. 176th Street, Suite # 200, Miami, Florida 33169,

ARTICLE VII

The business of the corporation will be conducted by a board of not less than one (1) director nor more than nine (9) directors as may be determined by the By-Laws, and the absences of such determination shall consist of one (1) director.

ARTICLE VIII

The names and street addresses of the first Board of Directors, each of whom is of full age and at least one of whom is a citizen of the United States, who shall hold office for the first year of the corporation's existence or until their successors are elected and have qualified are as follows:

Sid Cowan - President 3300 Atlanta Street, Apt. D, Hollywood, Florida 33021
Jeff Wiener - Vice President 1110 Satinleaf Street, Hollywood, Florida 33019

ARTICLE IX

The names and addresses of the Board of Directors constituting the initial Board of Directors and the number of shares of stock which each agree to take are as follows:

<u>NAME AND ADDRESS</u>	<u>NO. OF SHARES</u>	<u>VALUE</u>
Sid Cowan 3300 Atlanta Street, Apt. D Hollywood, Fl 33021	400	\$400.00
L. Jeffrey Wiener 1110 Satinleaf Street, Hollywood, Fl 33169	400	\$400.00

ARTICLE X

The names and addresses of the Shareholders constituting the initial Shareholders of the corporation and the number of shares of stock which each agree to take are as follows:

<u>NAME AND ADDRESS</u>	<u>NO. OF SHARES</u>	<u>VALUE</u>
Sid Cowan 3300 Atlanta Street, Apt. D Hollywood, FI 33021	400	\$400.00
L. Jeffrey Wiener 1110 Satinleaf Street, Hollywood, FI 33169	400	\$400.00
Richard Walker 1140 Satinleaf Street, Hollywood, FI 33019	200	\$200.00

ARTICLE XI

This corporation has named Sid Cowan, located at 3300 Atlanta Street, Apt D, Hollywood, FI 33021, its president, as its agent to accept service of process within this state.

ARTICLE XII

The street address of the corporation's initial registered office is 160 N.W. 176th Street, Suite # 200, Miami, FI 33169 and the name of the corporation's Registered Agent at the above address is Sid Cowan.

ARTICLE XIII

The name and address of each incorporator is:

NAME	ADDRESS
Sid Cowan	3300 Atlanta Street Apt. D, Hollywood, FI 33021
L. Jeffrey Wiener	1110 Satinleaf Street, Hollywood, FI 33019

ACKNOWLEDGEMENT BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in the capacity, and agree to comply with the provisions of said Chapter 48.091, Florida Statutes, relative to keeping open said office.


Sid Cowan, Incorporator/Registered Agent

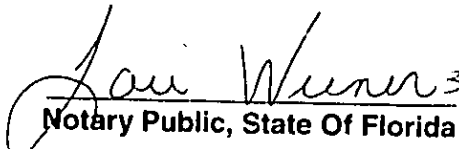
IN WITNESS WHEREOF, the subscriber hereto has hereunto affixed his hand and seal this 23 day of March, 1995.

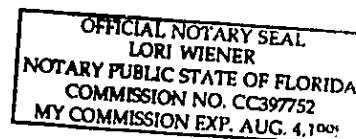
STATE OF FLORIDA

COUNTY OF DADE

Before me, the undersigned authority, personally appeared SID COWAN to me well known to be the person described in and who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed the same for the uses and purposes therein expressed.

WITNESS my hand and official seal at Orlando, Florida, this 23 day of March, 1995.

 3/23/95
Notary Public, State Of Florida



FILED
95 MAR 23 AM 11:54
CLERK OF DISTRICT COURT
STATE OF FLORIDA

P9500025755

December 31, 1996

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314
Attn: Amendment Section

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-03/10/97--01002--002
*****35.00 *****35.00

Dear Sirs:

Enclosed is a check in the amount of \$35.00 and one original and one copy of the Articles of Dissolution for Universal Communications Limited, Inc. If you need any additional information please call 954-421-8369.

Please return to:

Robert F. Mahoney, P.A.
757 N.W. 41st Terrace
Deerfield Beach, Florida, 33442

Cordially,


Jeff Wiener

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF DISSOLUTION
OF
LTD.
UNIVERSAL COMMUNICATIONS ~~LIMITED~~, INC.

Pursuant to section 607.1403, Florida Statutes, the undersigned corporation submits the following articles of dissolution:

ARTICLE I

The name of the corporation is UNIVERSAL COMMUNICATIONS LTD,
INC.

ARTICLE II


The effective date of the dissolution is December 31, 1996, and such was authorized by a meeting of the Board of Directors, on December 27, 1996.

ARTICLE III

Adoption of Dissolution was by approval of shareholders. The number of votes cast for dissolution was sufficient for approval. Dissolution was by unanimous vote of all shares authorized, issued and outstanding.

The Corporation has no intention of revoking this voluntary dissolution and that its name is available for immediate use by any other corporation.

Signed this 24th day of February, 1997.


J. Jeffrey Wiener
Vice President

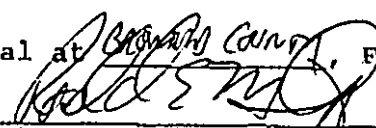
STATE OF FLORIDA

COUNTY OF BROWARD

FILED
97 MAR -7 AM 10:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The foregoing Articles of Amendment to the Articles of Incorporation were acknowledged before me, by J. Jeffrey Wiener, Vice President, of Universal Communications ~~Limited~~, Inc., a Florida Corporation. He is personally known to me or has produced _____ as identification and did/did not take an oath.

WITNESS my hand and official seal at Browards County, Florida, this 24 day of February, 1997.


Notary Public, State of Florida

SUBSCRIBED AND SWORN TO BEFORE ME ON
THIS _____ DAY OF _____ 19____
NOTARY PUBLIC COMMISSION NO. GC306945
MY COMMISSION EXPIRES AUG 9, 1997

RONALD E. MONTGOMERY

LTD,
UNIVERSAL COMMUNICATIONS LIMITED, INC.

MINUTES OF SHAREHOLDERS MEETING

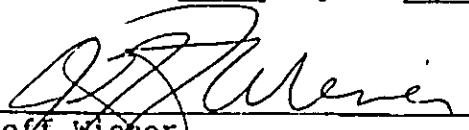
December 27, 1996

On the above noted date a meeting of the Board of Directors, and shareholders was held at 1:00 P.M. to determine the status of the corporation and to consider dissolution.

Mr. Jeff Wiener, Vice President, Sid Cowan, *President*, and holders of all shares authorized, issued and outstanding were present.

Mr. Wiener made a motion to dissolve the corporation effective December 31, 1996 and authorized that such documents be filed with the State of Florida and the Internal Revenue Service to complete such decision.

Dated this 24 day of February 1997



Jeff Wiener
Vice President