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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
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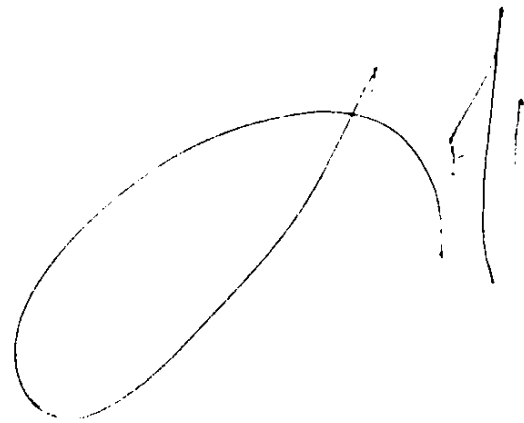
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

(((H95000004809)))
NAME: UMKA, INC.
FAX AUDIT NUMBER: H95000004809
DATE REQUESTED: 04/28/1995
CERTIFIED COPIES: 1
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FILED
05 MAY -1 PM 12:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Ronald R. Fieldstone
2601 S. Biscayne Blvd.
Suite 1600
Miami, FL 33133
(305) 250-7100
Fl. Bar No. 180299

ARTICLES OF INCORPORATION
OF

UMKA, INC.

FILED
95 MAY - 1 PM 12:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is UMKA, INC.

ARTICLE II - PURPOSE

The corporation shall be authorized to transact all legal business of any nature.

ARTICLE III - CAPITAL STOCK

The capital stock authorized, the par value thereof, and the class of such stock shall be as follows:

Number of Shares Authorized	Par Value Per Share	Class of Stock
1,000	\$1.00	COMMON

ARTICLE IV - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal and mailing office of this corporation is:

13000 SW 60th Avenue
Miami, Florida 33156

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and the name and address of the initial registered agent of this corporation is:

Name	Address
Dragisa Stanimirovic	13000 SW 60th Avenue Miami, Florida 33156

ARTICLE VI - COMMENCEMENT

This corporation shall commence on the date on which these Articles are filed with the Secretary of State.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The names and addresses of the initial directors of this corporation are:

Name	Address
Dragisa Stanimirovic	13000 SW 60th Avenue Miami, Florida 33156

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Name	Address
Dragisa Stanimirovic	13000 SW 60th Avenue Miami, Florida 33156

ARTICLE IX - BY-LAWS

The power to alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

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ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 28 day of April, 1995.

[Handwritten Signature]

Dragisa Stazimirovic
Subscriber, Director, and
Registered Agent

STATE OF FLORIDA)
) SS.
COUNTY OF DADE)

BEFORE ME, the undersigned authority, authorized to take acknowledgments in the State and County set forth above, personally appeared DRAGISA STAZIMIROVIC, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 28 day of April, 1995.

[Handwritten Signature]

Notary Public, State of Florida

My commission expires:

ART. RAY



MECEDET M. T. POVE
My Commission CC980144
Expires Jun. 30, 1995
Bonded by H&H
800-422-1895

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

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: UMKA, INC.
2. The name and address of the registered agent and office is:

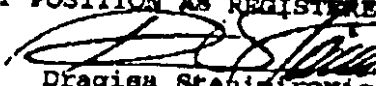
Dragisa Stanimirovic
13000 SW 60th Avenue
Miami, Florida 33156


Dragisa Stanimirovic

Title: President

Date: 4/28/95

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


Dragisa Stanimirovic

Date: 4/28/95

FILED
95 MAY -1 PH12: 08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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