

3:03 PM

(060-0000) (1) CONTACT: RAY STORMONT
STATE OF FLORIDA MIAMI 33135 33408-0127
409 EAST G STREET MIAMI 33135
FALL AVE. 32300
FA (904) 922-4000 PHONE: (305) 541-2594

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: J & A UNIVERSAL, INC.

FAX AUDIT NUMBER: H95000005336

CURRENT STATUS: REQUESTED

DATE REQUESTED: 05/11/1996

TIME REQUESTED: 15:02:55

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: U

NUMBER OF PAGES: 5

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$122.50

ACCOUNT NUMBER: 072450003255

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed if a Fax Audit information contained on this page. Remember to type the number on the top and bottom of all pages of the document.

(((195000005336)))

*** ENTER 'M' FOR MENU. ***

ENTER SELECTION AND <CR>:

Help F1 Option Menu F2

NUM CAPS Connect: 00:17:20

FILED
95 MAY 12 AM 11: 14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

90:8 117 617, 618

19049224000 P.05

01

MAY-11-1995 16:47 FROM EMPIRE

ARTICLES OF INCORPORATION OF
J & A UNIVERSAL, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 MAY 12 AM 11:14

FILED

ARTICLE I - NAME

The name of the corporation is J & A Universal, Inc.

ARTICLE II - DURATION

The corporation shall have perpetual existence commencing on the date of filing.

ARTICLE III - PURPOSE

The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida and under the laws of any other country in the world.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED AGENT

The name and address of the initial registered agent of this corporation is Michelle N. Hernandez, 3191 Coral Way, Third Floor, Miami, Florida 33145.

ARTICLE VI - PRINCIPAL OFFICE OF THE CORPORATION

The principal office of the corporation will be located at 2454 N.W. 78 Street, Miami, Florida 33147.

ARTICLE VII - OFFICERS

The affairs of J & A Universal, Inc., shall be managed by a Board of Directors and administered by a President, one or more Vice-Presidents, and such other officers and the Board of Directors shall deem desirable. Officers need not be Directors.

The officers shall be elected by a majority of those Directors present at the first regularly scheduled meeting of the Board of Directors held each year at this a quorum is present. Each

Michelle N. Hernandez
PBL Management
3191 Coral Way 3rd FL
Miami, FL 33145 (305) 443-6163

H9500005336

Officer shall serve until resignation or until elections are held at the following year's first regularly scheduled meeting of the Board of Directors at which a quorum is present.

The initial officers of the corporation who shall serve until elections are held and their addresses are:

President - Jose Luis Hernandez

2923 S.W. 23 Terrace
Rear
Miami, Florida 33145

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of Directors may be increased or diminished from time to time by the Bylaws but shall never be less than one (1). The name and addresses of the directors of this corporation are:

Jose Luis Hernandez

2923 S.W. 23 Terrace
Rear
Miami, Florida 33145

Lester Hernandez

2923 S.W. 23 Terrace
Rear
Miami, Florida 33145

ARTICLE IX - BY-LAWS

The By-Laws of this corporation may be adopted, altered, amended or repealed by either the Stockholders or Directors.

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

W9500005336

W9500005336

ARTICLE XI - PREEMPTIVE RIGHTS

Every stockholder, 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 or her pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLES XII - INCORPORATOR

The name and address of the incorporator, who is also the person signing these Articles is:

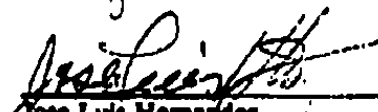
Jose Luis Hernandez

2923 S.W. 23 Terrace
Rear
Miami, Florida 33145

ARTICLE XIII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation at Miami, Florida on the 11th day of May, 1995.



Jose Luis Hernandez
Incorporator

J & A Universal, Inc.
Articles of Incorporation
Page 4

H95000005336

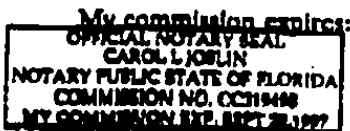
STATE OF FLORIDA)

COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared JOSE LUIS HERNANDEZ who is not personally known to me or who produced FLH DL # H4555 to verify identity, and he subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal at Miami, Dade County, Florida this 11th day of May, 1995.


Notary Public
State of Florida



ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts to act in the capacity of Registered Agent for J & A Universal, Inc., and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of his duties.

Dated this 11th day of May, 1995.


Michelle N. Hernandez

This instrument prepared by:

Antonio R. Zamora, P.A.
3191 Coral Way, Third Floor
Miami, Florida 33145

FILED
95 MAY 12 AM 11:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H95000005336