

**P95000045855**  
**Gottlieb & Gottlieb**  
**ATTORNEYS AT LAW**  
**A Professional Association**

Bruce M. Gottlieb  
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Division of Corporations  
Department of State  
P. O. Box 6327  
Tallahassee, FL 33301

06/07/1995

RE: UNIWORLD ELECTRONICS, INC. - Incorporation of  
OUR FILE NUMBER: 3166

Gentlemen:

Enclosed please find two (2) originals of the Articles of Incorporation for and our trust account check in the amount of \$122.50 representing your cost for filing the Articles of Incorporation.

Please proceed to immediately file the enclosed Articles of Incorporation, then return a certified copy of the Secretary's Certificate to the undersigned along with one copy of the Articles.

Thank you for your prompt attention to this matter.

Very truly yours,

GOTTLIEB & GOTTLIEB, P.A.

  
\_\_\_\_\_  
Bruce M. Gottlieb

BMG/aw  
Enclosures

**FILED**  
95 JUN -8 AM 8:54  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION  
OF  
UNIWORLD ELECTRONICS, INC.

The Undersigned for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE ONE

NAME

The name and principal address of the corporation is  
UNIWORLD ELECTRONICS, INC., at 75 East Flagler Street, Miami,  
Florida 33132.

ARTICLE TWO

DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE

PURPOSE

The corporation may transact any and all law l business for which corporations may incorporate under the Florida General Corporation Act.

#### ARTICLE FOUR

##### CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is five thousand (5,000), all of which shall be common shares with a par value of \$1.00.

#### ARTICLE FIVE

##### PRE-EMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this corporation shall be entitled to full pre-emptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

#### ARTICLE SIX

##### REGISTERED OFFICE

The street address of the initial registered office of the corporation is 125 North 46 Avenue, Hollywood, Florida 33021, and the name of the initial registered agent is at such address is Bruce M. Gottlieb.

#### ARTICLE SEVEN

##### DIRECTORS

The Board of Directors of the Corporation shall consist of one. The number of directors is to be set by the shareholders at a meeting called for that purpose.

The names and addresses of the first Board of Directors are:

Herzel Meair

75 East Flagler Street

Miami, Florida 33132

ARTICLE EIGHT

INCORPORATORS

The name and address of the incorporator is:

NAME

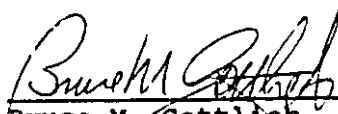
ADDRESS

Bruce M. Gottlieb

125 North 46th Avenue  
Hollywood, FL 33021

IN WITNESS WHEREOF, I have subscribed my name, on this  
5th day of June, 1995.

I hereby am familiar with and accept the duties and  
responsibilities as registered agent for said corporation.

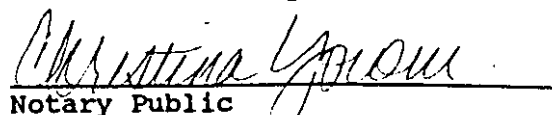


Bruce M. Gottlieb  
Incorporator and Registered Agent

STATE OF FLORIDA  
COUNTY OF BROWARD

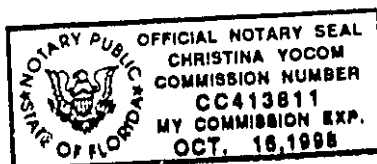
The foregoing instrument was acknowledged before me this 5th  
day of June, 1995, by Bruce M. Gottlieb who is  
personally known to me or has produced NA as  
identification and did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and official  
seal.

  
Notary Public

My Commission Expires:

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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