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PRESTIGE HALL
LEGAL & FINANCIAL SERVICES
ACCOUNT NO. : 072 0000052

REFERENCE : 689473 84308A

AUTHORIZATION : *Patricia Pyjunt*

COST LIMIT : 9 122.50

ORDER DATE : September 22, 1995

ORDER TIME : 10:08 AM

ORDER NO. : 689473

500001581315

CUSTOMER NO: 84308A

CUSTOMER: Mr. Rick Antunes
CARNABY INTERNATIONAL GROUP

1059 Maitland Center Commons

Maitland, FL 32751

EFFECTIVE DATE
SEP 20 1995

DOMESTIC FILING

NAME: UNIVERSAL BUSINESS
CONSULTANTS, INC.

FILED
95 SEP 22 PM 2:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lori R. Dunlap

EXAMINER'S INITIALS:

L. BROWN SEP 22 1995

ARTICLES OF INCORPORATION

EFFECTIVE DATE
SEP 20 1995

OF

UNIVERSAL BUSINESS CONSULTANTS, INC.

FILED
95 SEP 22 PM 2:52
SECRETARY OF STATE
CLAMASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be: *Universal Business Consultants, Inc.*

ARTICLE II. PRINCIPAL OFFICE

The address of the principal office of this corporation shall be:
1059 Maitland Center Commons, Maitland, Florida 32751, and the mailing address shall be the same.

ARTICLE III. NATURE OF BUSINESS

This corporation is organized for the purpose of providing management and business consulting services, and may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$10 par value per share.

ARTICLE V. ADDRESS

The street address of the initial registered office of the corporation shall be:
1059 Maitland Center Commons, Maitland, Florida 32751.

ARTICLE VI. TERM OF EXISTENCE

This corporation is to exist perpetually. The effective date of this corporation is *September 20, 1995.*

ARTICLE VII. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and street address of the initial member of the Board of Directors is:

Cheryl L. Antunes

*1059 Maitland Center Commons
Maitland, Florida 32751*

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Cheryl L. Antunes

*1059 Maitland Center Commons
Maitland, Florida 32751*

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

20TH day of September, 1995

Cheryl L. Antunes DIRECTOR
Signature/Title

Signature/Title

Signature/Title

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: *Universal Business Consultants, Inc.*

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

Cheryl L. Antunes

1059 Maitland Center Commons

Maitland, Florida 32751

SIGNATURE

Cheryl L. Antunes

TITLE *DIRECTOR*

DATE *20TH September 1995*

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

Cheryl L. Antunes

DATE *20TH September 1995*

95 SEP 22 PM 2:52
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA