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December 20, 1995

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: **UNIVERSAL PUBLICATIONS, INC.**

Dear Sir or Madam:

Enclosed is the original and one (1) copy of the Articles of Incorporation for the above proposed Florida corporation, along with my check in the amount of \$122.50, for payment of the following:

Filing Fee	\$35.00
Certified Copy Fee	\$52.50
Registered Agent Fee	\$35.00

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-12/27/95--01022--015
****122.50 ****122.50

Please file the enclosed Articles and return a certified copy to me. Thank you for your assistance in this matter.

Sincerely,



Kohn Bennett, Esquire

KB/edr
Enclosures

TALLAHASSEE, FLORIDA

95 DEC 26 AM 10:45

FILED

STAMP: JAN 10 1996

**ARTICLES OF INCORPORATION
OF
UNIVERSAL PUBLICATIONS, INC.**

FILED
25 DEC 26 AM 10:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopt the following Articles of Incorporation:

**ARTICLE I
Name**

The name of the corporation is **UNIVERSAL PUBLICATIONS, INC.**

**ARTICLE II
Duration**

This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

**ARTICLE III
Purposes**

This corporation is organized for the purpose of transacting any or all lawful business permitted under the Laws of the United States and of the State of Florida.

**ARTICLE IV
Capital Stock**

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 500 shares of common stock having a par value of \$1.00 per share.

ARTICLE V
Initial Registered Office and Agent

The street address of the corporation's initial registered office, and the name of its initial registered agent at that office is as follows: **CHRISTIAN A. FRIESE**, 1333 Gateway Drive, Suite 1012, Melbourne, Florida 32901.

The principal office of the corporation is as follows: 1333 Gateway Drive, Suite 1012, Melbourne, Florida 32901.

ARTICLE VI
Directors

Section 6.1 Number. This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

Section 6.2 Initial Director. The name and street address of the initial director of the corporation is:

<u>NAME</u>	<u>STREET ADDRESS</u>
CHRISTIAN A. FRIESE	1460 Emerson Drive Palm Bay, Florida 32907

ARTICLE VII
Incorporator

The name and street address of the incorporator of this corporation is:

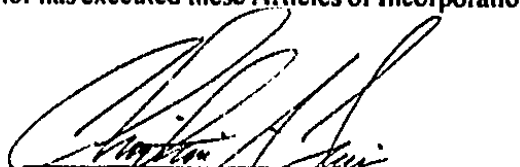
<u>NAME</u>	<u>STREET ADDRESS</u>
CHRISTIAN A. FRIESE	1460 Emerson Drive Palm Bay, Florida 32907

ARTICLE VIII
Amendment

This corporation reserves the right to amend or repeal any provision contained in these

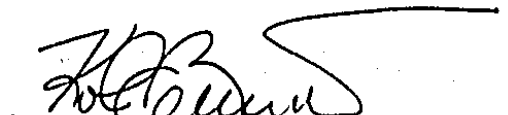
Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation this 20th day of December, 1995.


CHRISTIAN A. FRIESE

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 20th day of December, 1995, by **CHRISTIAN A. FRIESE**.

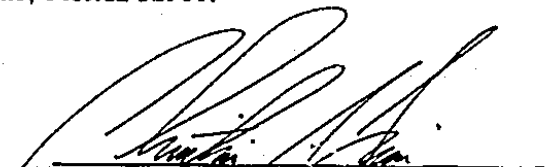

NOTARY PUBLIC



**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with FLA. STAT. Section 607.0505, the following is submitted:

UNIVERSAL PUBLICATIONS, INC., desiring to organize or qualify under the laws of the State of Florida hereby designates **CHRISTIAN A. FRIESE** as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 1333 Gateway Drive, Suite 1012, Melbourne, Florida 32901.


CHRISTIAN A. FRIESE

DATED: December 20, 1995

AFFIDAVIT

STATE OF FLORIDA
COUNTY OF BREVARD

BEFORE ME, the undersigned authority, personally appeared Affiant, **CHRISTIAN A. FRIESE**, who being first duly sworn, deposes and says that:

1. This Affidavit is made for the purpose of stating that I am the sole Shareholder, Director, and Officer of **UNIVERSAL WHO'S WHO PUBLICATIONS, INC.**, a Florida corporation, and am the same person who wishes to incorporate a separate Florida corporation under the name: **UNIVERSAL PUBLICATIONS, INC.**

FURTHER, Affiant sayeth naught.



CHRISTIAN A. FRIESE

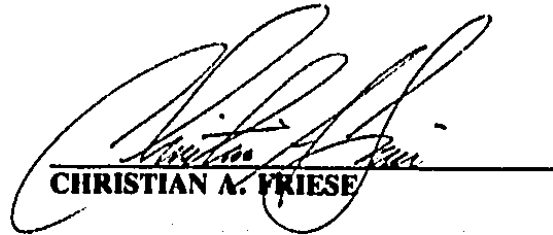
The foregoing instrument was acknowledged before me this 20th day of December, 1995, by **CHRISTIAN A. FRIESE**, who is personally known to me, and who did not take an oath.



NOTARY PUBLIC



Having been named to accept services of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



CHRISTIAN A. FRIESE

DATED: December 20, 1995

FILED
95 DEC 26 AM 10:45
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA