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Hollywood, January 6, 1996,

FILED
96 JAN 18 AM 11:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


Secretary of State
Box 6327
Tallahassee
Florida 32314

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****122.50 ****122.50

To Whom It May Concern,

You will find enclosed a request for a new incorporation, including:

- 1.- A money order of \$122.50 US to the Secretary of State;
- 2.- The Articles of Incorporation
RE: UNIVERSITY PRODUCTIONS USA, INC.
- 3.- The Declaration of the Registered Agent.



TEL (305) 927-0012
FAX (305) 929-9513

NORTH AMERICAN IMMIGRATION CLINIC
INTERNATIONAL LAW CENTER

BERNARD PIUZE
CANADIAN ATTORNEY

2455 HOLLYWOOD BLVD., #107
HOLLYWOOD, FL 33020

Thanking You,

[Handwritten Signature]

Gradys Fritz, founder.

D. BROWN JAN 23 1996

ARTICLES OF INCORPORATION
OF
UNIVERSITY PRODUCTIONS USA, INC.

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TALLAHASSEE, FLORIDA

WE, the undersigned, jointly and severally agree with each other to associate ourselves and our successors together as a corporation for profit under the laws of the State of Florida, and do hereby subscribe, acknowledge, and file in the Office of the Secretary of Incorporation, to wit:

ARTICLE I

The corporate name shall be UNIVERSITY PRODUCTIONS USA, INC.

ARTICLE II

The corporation may engage in any activity of business permitted under the laws of the United States and the State of Florida at the following address, which is also the mailing address of the corporation:

2500 Hollywood Blvd., Suite #215
Hollywood,
Florida 33020

ARTICLE III

- 1.- The number of shares of authorized capital stock in this corporation shall be thirty thousand (30,000) shares of common stock with a nominal or par value of \$100.00 each and thirty thousand (30,000) shares of preferred non voting stock with a nominal or par value of \$100.00 each.
- 2.- The capital stock may be paid for in property, labor, service or cash, at a just calculation to be fixed by the stockholder. All such stock shall be fully paid and non-assessable.

ARTICLE IV

The amount of capital with which this corporation will begin business shall be not less than one thousand dollars.

ARTICLE V

The term for which this corporation shall exist shall be perpetual.

ARTICLE VI

The principal office of the corporation shall be in Broward County or at such locations as the corporation may have such other places of business in the State of Florida as the nature and progress of the business of the corporation shall from time to time render necessary and/or desirable. The stockholders may from time to time move the principal office to any other address or place in Florida.

ARTICLE VII

The name and street address, and the number of shares subscribed to by the initial subscriber and director hereto, who is to conduct the business of the corporation until those elected at the organizational meeting is:

NAME:	ADDRESS:	NUMBER OF SHARES:
Gladys Fritz	7479 Outremont Montréal, Quebec Canada H3N 2L7	1,000.00 common stock

ARTICLE VIII

The initial registered office shall be at 2500 Hollywood Blvd., Suite #215, Hollywood, Florida 33020;

The initial registered agent at the same address shall be Marc Labossière.

ARTICLE IX


- 1.- When the stockholders so determine, any increase of the common stock shall be first offered prorata to the common stockholders who may desire to subscribe for such stock in relation to their then present holdings.
- 2.- Any meeting of the stockholders may be held within or without the state of Florida.
- 3.- Officers of the corporation need not be stockholders.

IN WITNESS WHEREOF, the subscribing stockholders have hereunto set their hand and seal, and caused these Articles of Incorporation to be executed this January 6, 1996

X 
Gladys Fritz

REGISTERED AGENT:

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT A PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT SAID DESIGNATION AS REGISTERED AGENT AND AGREE TO COMPLY WITH THE PROVISIONS OF LAW RELATIVE TO KEEPING SAID OFFICE OPEN.



Marc Labossiere, Registered Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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