

06/05/96 FAX 3053580490

MWII & M

File Edit Services Special Terminal Emulation Capture Buffer CONNECTED 0:03:15

DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

25 SE 2ND AVE
SUITE 900
MIAMI FL 33131-
CONTACT: NIURKA ALONSO
PHONE: (305) 358-5900
FAX: (305) 358-9490

(((H96000007865)))
NAME: UNIVERSAL TOWERS, INC.
FAX AUDIT NUMBER: H96000007865
DATE REQUESTED: 06/05/1996
CERTIFIED COPIES: 1
NUMBER OF PAGES: 5
ESTIMATED CHARGE: \$122.50

CURRENT STATUS: REQUESTED
TIME REQUESTED: 11:01:01
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
ACCOUNT NUMBER: 076150002103

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 without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.
(((H96000007865)))
** ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR>:

F1=Help F3=Done Editing Ctrl-U=Undo Esc=Cancel

File Edit Services Special Terminal Emulation

CONNECTED 0:04:00

DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399

25 SE 2ND AVE
SUITE 900
MIAMI FL 33131-
CONTACT: NIURKA ALONSO

FILED
96 JUN -5 PM 4:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

[Handwritten signature]
6/5

RECEIVED
96 JUN -5 AM 11:42
DIVISION OF CORPORATIONS

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

Fax Audit # H96000007865

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby incorporates a corporation under the laws of the State of Florida.

ARTICLE I**NAME**

The name of the corporation is UNIVERSAL TOWERS, INC. address is 101 Wymore Road, Suite 500, Altamonte Springs, Florida 32714.

ARTICLE II**DURATION AND BEGINNING OF CORPORATE EXISTENCE**

The corporation shall exist perpetually. The date when the corporate existence of this corporation shall begin shall be the date upon which these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

ARTICLE III**NATURE OF BUSINESS**

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV**CAPITAL STOCK**

The corporation is authorized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock which the corporation is authorized to have outstanding is 500 shares of Common Stock of a par value of \$1.00

THIS INSTRUMENT PREPARED BY:
Gerald J. Biondo, Esq.
FL Bar #: 154713
Murai Wald Biondo & Moreno P.A.
25 Southeast Second Avenue, Suite 900
Miami, Florida 33131
(305) 358-5900

Fax Audit # H96000007865

Fax Audit # H96000007865

per share. Holders of Common Stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holders of Common Stock shall not have pre-emptive rights to subscribe to the corporation's securities.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation in the State of Florida is 101 Wymore Road, Suite 500, Altamonte Springs, Florida 32714 and the name of the initial registered agent of this corporation at that address is Sam Majzoub.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The corporation shall have two (2) directors initially. The number of directors may be increased or decreased from time to time by amendment to, or in the manner provided in, the by-laws of the corporation.

The name and street address of the directors are:

Sam Majzoub
101 Wymore Road
Suite 500
Altamonte Springs, Florida 32714

Fred DelGuidice
101 Wymore Road
Suite 500
Altamonte Springs, Florida 32714

Fax Audit # H96000007865

Fax Audit # H96000007865

ARTICLE VII

INCORPORATOR

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

Sam Majzoub
101 Wymore Road
Suite 500
Altamonte Springs, Florida 32714

ARTICLE VIII

BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX

INDEMNIFICATION

The corporation shall indemnify, to the full extent permitted by law, any officer, director, employee or agent of the corporation, or any former officer, director, employee or agent of the corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

ARTICLE X

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto.

Fax Audit # H96000007865

Fax Audit # 196000007865

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 4 day of June, 1996.


SAM MAJZOUB

STATE OF FLORIDA)
COUNTY OF Seminole) SS.

The foregoing instrument was acknowledged before me this 4th day of June, 1996 by SAM MAJZOUB, who is personally known to me or who has produced identification: _____ as


NOTARY PUBLIC, STATE OF FLORIDA
Print name: Mark L. Stefan
Commission No.: CC54311

My Commission expires:
MARK L. STEFAN
My Comm Exp. 4/03/00
Bonded By Service Inc
No. CC543111



|| Personally Known || Other I.D.
©: \DL\GUIDE\JRD\DRIVERSSA.DOC

Fax Audit # H96000007865

CERTIFICATE OF REGISTERED AGENT**OF****UNIVERSAL TOWERS, INC.**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That UNIVERSAL TOWERS, INC. is desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at City of Altamonte Springs, County of Seminole, State of Florida, has named Sam Majzoub, 101 Wymore Road, Suite 500, Altamonte Springs, Florida 32714 as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Dated this 4 day of June, 1996

By:


 SAM MAJZOB

 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

96 JUN -5 PM 4:23

FILED

G:\DELQUITY\END\UNIVERSA.DOC

Fax Audit # H96000007865