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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: UNITED MERCHANDISE CORP.
FAX AUDIT NUMBER: H96000011437
DATE REQUESTED: 08/10/1996
CERTIFIED COPIES: 1
NUMBER OF PAGES: 8
ESTIMATED CHARGE: \$122.50
CURRENT STATUS: REQUESTED
TIME REQUESTED: 10:33:14
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
ACCOUNT NUMBER: 072450003255
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ARTICLES OF INCORPORATION
OF
UNITED MERCHANDISE CORP.

The undersigned incorporator hereby forms a corporation under the Florida Business Corporation Act, and hereby adopts the following Articles of Incorporation:

Article I
Name of Corporation

The name of this corporation shall be:

UNITED MERCHANDISE CORP.

Article II
General Purpose

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

Article III
Principal Office

The street address of the initial principal office of this corporation is:

c/o Fried & Luceri, P.A.
1975 East Sunrise Blvd.
Suite 612
Fort Lauderdale, Florida 33304

Prepared by:
Frank A. Luceri, Esq.
Fla. Bar No. 0001449

1975 E. Sunrise Blvd. #612
Ft. Laud., FL 33304
(954) 522-0831

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**Article IV
Capital Stock**

The maximum number of shares of stock that this corporation is authorized to issue is 100 shares of common stock having a par value of one cent (\$0.01) per share.

**Article V
Directors**

The names and addresses of the Directors of this corporation are as follows:

Sandy Silverman
3400 S. Ocean Blvd.
Apt. 11-K
Highland Beach, Florida 33487

Berry Finn
3400 S. Ocean Blvd.
Apt. 11-K
Highland Beach, Florida 33487

**Article VI
Registered Office**

The street address of the initial registered office of this corporation is:

575 East Sunrise Blvd.
Suite 612
Fort Lauderdale, Florida 33304

**Article VII
Initial Registered Agent**

The undersigned, an individual resident of the State of Florida, whose business office is identical to the initial registered office of this corporation, is hereby appointed as the registered agent of this corporation. The undersigned, simultaneously with his designation as registered

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Frank A. Leoni, Esq.
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agent, hereby accepts the appointment as Registered Agent for this corporation on whom process may be served. The undersigned hereby states that he is familiar with, and accepts, the obligations of the position of Registered Agent for this corporation.

 (Seal)
Frank A. Luteri, Esq.
Registered Agent

**Article VIII
Incorporator(s)**

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

Sandy Silverman
3400 S. Ocean Blvd.
Apt. 11-K
Highland Beach, Florida 33487

**Article IX
Bylaws**

The power to adopt, alter, amend, or repeal bylaws shall be vested in, and is hereby reserved to, the shareholders. Bylaws shall be adopted, altered, amended, or repealed as provided in the bylaws.

IN WITNESS WHEREOF, the undersigned incorporator executed these Articles of Incorporation this 14th day of August, 1996.


Sandy Silverman
Incorporator

Prepared by:
Frank A. Luteri, Esq.
Fla. Bar No. 0001449

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State of Florida)
County of Palm Beach)

The foregoing Articles of Incorporation were acknowledged before me this 14th day of August, 1996, by Randy Silverman, who is personally known to me or produced _____ as identification.


Notary Public
State of Florida

My Commission Expires:



FRANK A. LUCERI
My Commission 00437624
Expires Feb. 08, 1999
Bonded by H&H
800-425-1988

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Prepared by:
Frank A. Luceri, Esq.
Fla. Bar No. 0001449

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