

EFFECTIVE DATE

1-1-97

ARTICLES OF INCORPORATION
OF
UNIVERSAL INDUSTRIES UNLIMITED, INC.

FILED
36 NOV 13 11 51 AM
TALLAHASSEE, FLORIDA

THE UNDERSIGNED INCORPORATOR OF THESE ARTICLES OF INCORPORATION IS
A NATURAL PERSON COMPETENT TO CONTRACT AND HEREBY FORMS A
CORPORATION FOR PROFIT UNDER THE GENERAL CORPORATION ACT AND OTHER
LAWS OF THE STATE OF FLORIDA.

ARTICLE I. NAME

THE NAME OF THE CORPORATION IS UNIVERSAL INDUSTRIES UNLIMITED, INC.

ARTICLE II. COMMENCEMENT

THIS CORPORATION WILL EXIST EFFECTIVE JANUARY 1, 1997

ARTICLE III. DURATION

THIS CORPORATION IS TO EXIST PERPETUALLY.

ARTICLE IV. PURPOSE

THIS CORPORATION IS ORGANIZED FOR THE PURPOSE OF TRANSACTING ANY OR
ALL LAWFUL BUSINESS.

ARTICLE V. CORPORATION POWERS

THIS CORPORATION SHALL HAVE THE POWER TO DO ANYTHING NECESSARY AND
PROPER FOR THE ACCOMPLISHMENT OR FURTHERANCE OF ANY PURPOSES OR
OBJECTS OF THIS ENUMERATED IN THESE ARTICLES OF INCORPORATION, OR
ANY AMENDMENT THEREOF, NECESSARY OR INCIDENTAL TO THE
ACCOMPLISHMENT OR FURTHERANCE OF THE PURPOSES OR OBJECTS OF THIS
CORPORATION AND TO HAVE, IN FURTHERANCE OF THE CORPORATE PURPOSE,
ALL OF THE POWERS CONFERRED UPON CORPORATIONS ORGANIZED UNDER THE
FLORIDA GENERAL CORPORATION ACT.

ARTICLE VI. CAPITAL STOCK

THE MAXIMUM NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO ISSUE IS 1000 SHARES OF COMMON STOCK. THIS COMMON STOCK WILL HAVE A PAR VALUE OF \$ 1.00 PER SHARE. THE BOARD OF DIRECTORS IS AUTHORIZED TO ISSUE "SECTION 1244 STOCK" AS DEFINED BY SECTION 1244 OF THE INTERNAL REVENUE CODE.

ARTICLE VII. INITIAL PRINCIPAL OFFICE, REGISTERED OFFICE AND
AGENT

THE ADDRESS OF THE PRINCIPAL OFFICE OF THE CORPORATION IS:

3867 BOONE PARK AVE.

JACKSONVILLE, FL. 32205

THE INITIAL REGISTERED OFFICE OF THE CORPORATION IS:

3867 BOONE PARK AVE.

JACKSONVILLE, FL. 32205

THE NAME OF THE INITIAL REGISTERED AGENT AT THAT ADDRESS IS ALICE R. SARMAN. THE STOCKHOLDERS SHALL HAVE THE POWER TO ESTABLISH BRANCH OFFICES, AND TO MOVE THE PRINCIPAL OFFICE TO ANY OTHER ADDRESS IN FLORIDA.

ARTICLE VIII. INCORPORATOR

THE NAME AND ADDRESS OF THE PERSONS SIGNING THESE ARTICLES ARE:

ALICE R. SARMAN

3867 BOONE PARK AVE.

JACKSONVILLE, FL. 32205

ARTICLE IX. MANAGEMENT OF THE CORPORATION BY SHAREHOLDERS
ALL CORPORATE POWERS SHALL BE EXERCISED BY, OR UNDER, THE AUTHORITY
OF, AND THE BUSINESS AND AFFAIRS OF THIS CORPORATION SHALL BE
MANAGED UNDER THE DIRECTION OF, THE SHAREHOLDERS OF THIS
CORPORATION.

ARTICLE X. CALLING OF SPECIAL MEETINGS
SPECIAL MEETINGS OF SHAREHOLDERS OF THIS CORPORATION SHALL HAVE THE
SOLE POWER TO ADOPT, AMEND, OR REPEAL BY-LAWS FOR THE MANAGEMENT OF
THIS CORPORATION. THE DUTIES OF THE OFFICERS SHALL BE PRESCRIBED BY
SUCH BY-LAWS.

ARTICLE XI. INITIAL DIRECTORS
THE NAMES AND POST OFFICE ADDRESSES OF THE MEMBERS OF THE FIRST
BOARD OF DIRECTORS OF THIS CORPORATION ARE:

1> ALICE R. SARMAN: 3867 BOONE PARK AVE.
 JACKSONVILLE, FL. 32205

2>

ARTICLE XII. INITIAL OFFICERS AND SUBSCRIBERS
THE NAMES AND POST OFFICE ADDRESSES OF THE OFFICERS WHO ARE TO
SERVE UNTIL THE FIRST ELECTION UNDER THE ARTICLES OF INCORPORATION
ARE AS FOLLOWS:

PRESIDENT: ALICE R. SARMAN: 3867 BOONE PARK AVE.
 JACKSONVILLE, FL. 32205

ARTICLE XIII. AMENDMENT
THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE MANNER
PROVIDED BY LAW.

IN WITNESS WHEREOF THE UNDERSIGNED SUBSCRIBER HAS EXECUTED THESE
ARTICLES OF INCORPORATION ON NOVEMBER, 1996

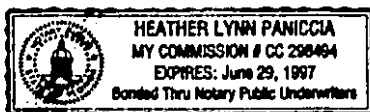
Alice R. Sarman
ALICE R. SARMAN

STATE OF FLORIDA

COUNTY OF DUVAL

I HEREBY CERTIFY THAT ON THIS DAY, BEFORE ME, A NOTARY PUBLIC, DULY
AUTHORIZED IN THE STATE AND COUNTY NAMED ABOVE TO TAKE
ACKNOWLEDGMENTS, PERSONALLY APPEARED ALICE R. SARMAN TO ME KNOWN
AND KNOWN TO BE THE PERSON DESCRIBED AS THE PERSON WHO EXECUTED THE
FOREGOING ARTICLES OF INCORPORATION AND ACKNOWLEDGED BEFORE ME THAT
HE EXECUTED THE SAID ARTICLES ON INCORPORATION FOR THE USES AND
PURPOSES THEREIN SET FORTH AND EXPRESSED.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND OFFICIAL SEAL
AT JACKSONVILLE, FLORIDA, THIS 11th DAY OF November 1996



Heather Lynn Paniccia
NOTARY PUBLIC, STATE OF FLORIDA
MY COMMISSION EXPIRES: 6/29/97

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN PURSUANCE OF FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED IN COMPLIANCE WITH SAID ACT:

FIRST, THAT UNIVERSAL INDUSTRIES UNLIMITED, INC., DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL OFFICE, AS INDICATED IN THE ARTICLES OF INCORPORATION AT THE CITY OF JACKSONVILLE, FL., HAS NAMED:

LOCATED AT: ALICE R. SARMAN

3867 BOONE PARK AVE.

JACKSONVILLE, FL. 32205

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 THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT TO ACT IN THIS CAPACITY.

Alice R Sarman
ALICE R. SARMAN

Nov 12th 1996
DATE:

FILED
96 NOV 13 AM 9:48
RECORDS OF STATE
TALLAHASSEE, FLORIDA