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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
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ACCT#: 072450003255

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NAME: UNIVERSYS, INC.

AUDIT NUMBER.....H96000016763

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

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ARTICLES OF INCORPORATION

H96000016763

OF

UNIVERSYS, INC.

The undersigned subscribers, for the purposes of forming a corporation under the laws of the State of Florida, adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of this corporation is: UNIVERSYS, INC.

ARTICLE II

NATURE OF BUSINESS

This corporation is organized for the purpose of engaging and transacting in any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act, as amended. This will include, but is not limited to the repair, sale, import, export of software and computers to both retail and/or wholesale markets; having full power and lawful authority to invest, issue, execute, assign and endorse notes, mortgages, bonds and all other negotiable papers; to hold, buy and sell stock of other corporations; to secure any indebtedness in the same manner common to natural persons; to loan money and secure

THIS INSTRUMENT PREPARED BY:
THE ESPINOSA LAW FIRM, P.A.
MARIA ESPINOSA DENNIS, ESQ.
FLORIDA BAR NO. 477941
1470 N.W. 107th AVENUE, SUITE "E"
MIAMI, FLORIDA 33172
TELEPHONE: (305) 599-3889

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NINTH JUDICIAL CIRCUIT
MIAMI, FLORIDA

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payment thereof by accepting mortgages, personal endorsements in assignments or personal property or other types of security; to enter into contracts for subcontracting and/or contracting; to conduct business of the corporation.

ARTICLE III

CAPITAL STOCK

The maximum shares of stock that this corporation is authorized to have outstanding at any time is 100 shares of common stock have a par value of One (\$1.00) Dollar per share.

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which this corporation will begin business is not less than One Hundred (\$ 100.00) Dollars.

ARTICLE V

TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI

INITIAL REGISTERED AGENT & OFFICE

The Registered Agent of this corporation is DOMINGO A. PEREZ-RANGEL, and the initial registered office, which is the same office as that of the Registered Agent, is 1470 N.W. 107th AVENUE, SUITE "M", MIAMI, FLORIDA 33172. The Management may from time to time move the principal office to any other address in Florida.

ARTICLE VII

BOARD OF DIRECTORS

This corporation shall have a minimum of one director and a maximum of four

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directors, and the names and addresses of the initial Board of Directors, consisting of one member is:

DOMINGO A. PEREZ-RANGEL
1470 N.W. 107th Avenue
Suite "M"
Miami, Florida 33172

DIRECTOR

VINICIO AIZPURUA
1470 N.W. 107th Avenue
Suite "M"
Miami, Florida 33172

DIRECTOR

ARTICLE VIII

OFFICERS

The names and post office addresses of the officers of this corporation are:

DOMINGO A. PEREZ
1470 N.W. 107th Avenue
Suite "M"
Miami, Florida 33172

PRESIDENT/SECRETARY

VINICIO AIZPURUA
1470 N.W. 107th Avenue
Suite "M"
Miami, Florida 33172

VICE - PRESIDENT

ARTICLE IX

INCORPORATOR

The names and addresses of the subscribers and incorporators to these Articles of Incorporation are:

DOMINGO A. PEREZ-RANGEL
1470 N.W. 107th Avenue
Suite "M"
Miami, Florida 33172

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IN WITNESS WHEREOF, I have hereunto set my hand and seal on this 19
day of NOVEMBER, 1996.


DOMINGO A. PEREZ-RANGEL

STATE OF FLORIDA)
SS.
COUNTY OF DADE)

I HEREBY CERTIFY that on this 19 day of NOVEMBER, 1996,
before me, a Notary Public, authorized in the State and County named above to take
acknowledgments, personally appeared DOMINGO A. PEREZ-RANGEL, who is personally
known to me, and to me well known to be the person described as Incorporator, in and who
executed the foregoing Articles of Incorporation, acknowledged before me that he subscribed
to these Articles of Incorporation, and the facts therein are truly set forth.

WITNESS my hand and official seal at Miami, Dade County, Florida, the year and day
aforesaid.

My commission expires:
(Seal)


NOTARY PUBLIC, STATE OF FLORIDA

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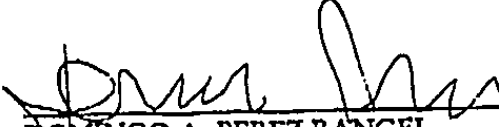
**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OF DOMICILE FOR THE SERVICE OF PROCESS
WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

FIRST: That UNIVERSYS, INC, desiring to organize or qualify under the laws of the State of Florida with its principal place of business being 1470 N.W. 107th AVENUE, SUITE "M", MIAMI, FLORIDA 33172, has named DOMINGO A. PEREZ, as its agent to accept service of process within Florida.


DOMINGO A. PEREZ-RANGEL

Having been named to accept service 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.


DOMINGO A. PEREZ-RANGEL

DATED: November 14 1996

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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