

P97000033290

Charter Number Only

4-11-97

Ferdie E. Guiz

Requestor's Name

717 Ponce de Leon Blvd.

Address

Coral Gables FL 33134

City

State

ZIP

Phone

445-3557B

VALIDATION ONLY

FILED

97 APR 14 AM 11:16

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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\*\*\*\*122.50 \*\*\*\*122.50

CORPORATION(S) NAME

Universal Webcard services corp.



Empire Toll Free: 1-800-432-3028

☒ Profit

☐ NonProfit

☐ Amendment

☐ Merger

☐ Foreign

☐ Dissolution

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of Registered Agent

☒ Certified Copy

☐ Photo Copies

☐ Certificate Under Seal

☐ Call When Ready

☐ Call If Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CERTIFIED COPY

RECEIVED  
97 APR 14 AM 10:19  
DIVISION OF CORPORATIONS

K.F. APR 14 1997

ARTICLES OF INCORPORATION  
OF  
UNIVERSAL WEBCARD SERVICES CORP.

FILED  
97 APR 14 AM 11:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

WE, THE UNDERSIGNED subscribers of the Articles of Incorporation, each being a natural person competent to contract, hereby associate ourselves together for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE ONE

The name of this corporation shall be  
UNIVERSAL WEBCARD SERVICES CORP.

ARTICLE TWO

**DURATION:** The corporation shall commence corporate existence upon the filing of these Articles of Incorporation with the Secretary of the State of Florida, and continue in perpetual existence unless sooner dissolved as provided by law.

ARTICLE THREE

The purpose of the corporation shall be to such extent as a corporation organized under the Florida corporate law of this state may now or hereafter lawfully do, to do, either as principal or agent and either alone or in connection with other corporations, firms, or individuals, all and everything necessary, suitable, convenient, or proper for, or in connection with, or incident to, the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated, or designed directly or indirectly to promote the interests of this Corporation or to

enhance the value of its properties; and in general to do any and all things and exercise any and all powers, rights and privileges which a corporation may now or hereafter be organized to do or to exercise under the laws governing corporations of this state or under any act amendatory thereof, supplemental thereto, or substituted therefore, or to otherwise engage in any lawful activity either within or without the State of Florida. The corporation may buy, sell, lease, license, rent, encumber, deal in or otherwise dispose of real or personal property including retail or wholesale sales, manufacturing, assembling, act as commission, merchant, broker, jobber, dealer, import, export, service business, or any other lawful business activity without limitation. To do any and all other acts and things as are necessary or convenience to the attainment of the purposes of this Corporation and any of them, to the same extent as natural persons lawfully might or could do in any part of the world, insofar as such acts are permitted to be done by a corporation organized under the Corporation Law of this state.

#### ARTICLE FOUR

CAPITAL STOCK: The authorized Capital Stock of this company shall be 7500 shares of Common Stock, each having a par value of \$1.00 and full voting rights. Consideration for each share shall be \$1.00 in money, property, or other consideration.

#### ARTICLE FIVE

The initial street address of the corporation's office and the name and address of the initial Registered Agent is as follows:

CORPORATION ADDRESS:

1260 N.W. 57th Avenue,  
Suite 208  
Miami, Florida 33136

REGISTERED AGENT AND ADDRESS:

AINSLEE R. FERDIE  
717 Ponce de Leon Boulevard  
Suit 215  
Coral Gables, Florida 33134

The principal place of business is at 1260 N.W. 57th Avenue, Suite 208, Miami, Florida 33136.

ARTICLE SIX

Director: There shall be two directors constituting the initial Board of Directors as follows:

VICTOR R. VASQUEZ  
1260 N.W. 57th Avenue, Suite 208  
Miami, Fl. 33136

ROBERT SKOLNICK  
1260 N.W. 57th Avenue, Suite 208  
Miami, Fl. 33136

The number of Directors may be increased or decreased by the by-laws, but shall not be less than one.

ARTICLE SEVEN

SUBSCRIBER: Name and Post Office address of the Subscribers to this Articles of Incorporation and the number of shares of stock they agree to take and the value of the consideration t hereof is:

NAME AND ADDRESS:

SHARES OF COMMON STOCK/CONSIDERATION

VICTOR R. VASQUEZ  
1260 N.W. 57th Avenue  
Suite 208  
Miami, Fl. 33136

3750

\$3,750.00

ROBERT SKOLNICK  
1260 N.W. 57th Avenue  
Suite 208  
Miami, Fl. 333136

3750

\$3,750.00

ARTICLE EIGHT

It is indicated that the stock of this corporation be issued to take advantage of Section 1244 of the Internal Revenue Code of 1959, and be in accordance with the provisions therein.

ARTICLE NINE

The by-laws of the corporation may be made by the Directors.

IN WITNESS WHEREOF, I have set our hands and seals in Dade County, Miami, Florida, this 11th day of April, 1997.


  
VICTOR R. VASQUEZ

  
ROBERT SKOLNICK

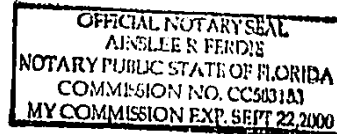
STATE OF FLORIDA            )  
  ss  
COUNTY OF DADE            )

ON THIS DAY PERSONALLY appeared before me, a Notary Public, VICTOR R. VASQUEZ, to me known to be the person described in and who signed the foregoing Articles of Incorporation, and he acknowledged to me that he signed the same freely and voluntarily, and he did take an oath.

WITNESS our hands and seals in Dade County, Florida, this 11th day of April, 1997.


  
Notary Public, State of Florida

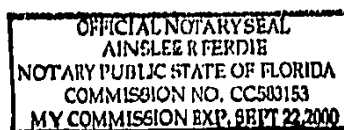
STATE OF FLORIDA            )  
  ss  
COUNTY OF DADE            )



ON THIS DAY PERSONALLY appeared before me, a Notary Public, ROBERT SKOLNICK, to me known to be the person described in and who signed the foregoing Articles of Incorporation, and he acknowledged to me that he signed the same freely and voluntarily, and he did take an oath.

WITNESS our hands and seals in Dade County, Florida, this 11th day of April, 1997.

  
Notary Public, State of Florida



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

Pursuant to Chapter 48.091, Florida Statutes, the following is  
submitted, in compliance with said Act:

First-That: UNIVERSAL WEBCARD SERVICES CORP., desiring to  
organize under the Laws of the State of Florida with its principal  
offices, as indicated in the Articles of Incorporation, 8510 N.W.  
56th Street, Miami, Florida 33166, has named AINSLEE R. FERDIE,  
Suite #215, 717 Ponce de Leon Blvd., Coral Gables, Florida 33134  
as its Agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process of and 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.

By: Ainslee R. Ferdie  
RESIDENT AGENT AND REGISTERED AGENT

FILED  
97 APR 14 AM 11:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA