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ARTICLES OF INCORPORATION

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97 JUN 27 AM II: 38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ZU-NIC (FLORIDA) INC.

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation:

I. NAME

The name of the corporation is:

ZU-NIC (FLORIDA) INC.

II. PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

III. DURATION

The term of existence of the corporation is perpetual.

IV. CAPITAL STOCK

The number of shares of stock the corporation is authorized to have outstanding is Seven Thousand Five Hundred (7,500) all of which shall be common shares with par value of One Dollar (\$1.00) each. All such common shares have unlimited voting rights and are entitled to receive the net assets of the corporation upon dissolution.

V. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

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VI. INITIAL PRINCIPAL OFFICE

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

20281 E. Country Club Drive Unit 803 Aventura, Fl 33180

VII. REGISTERED OFFICE

The name of the initial registered agent in the State of Florida and the street address of the corporation's initial registered office is:

GARY R. SIEGEL Suite 610 7700 N. Kendall Drive Miami, Florida 33156

VIII. INCORPORATOR

The name and post office address of the incorporator is:

Name Address

Ana Maria Villafane De O'Leary 20281 E. Country Club Drive

Unit 803

Aventura, Fl 33180

IX. DIRECTORS

The initial Board of Directors shall consist of two (2) members. The names and addresses of the first Board of Directors are:

Name Address

Ramon Zapata Matos Paseo Las Brisas

#25 Calle Niza San Juan, PR 00929

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Ana Maria Villafane De O'Leary 20281 E. Country Club Drive

Unit 803

Aventura, Fl 33180

AHUÓL

X. OFFICERS

The names and post office addresses of the corporation's first officers are:

Ramon Zapata Matos Paseo Las Brisas #25 Calle Niza President San Juan, PR 00929 Walter G. O'Leary 20281 E. Country Club Drive Vice President **Unit 803** Aventura, Fi 33180 Ana Maria Villafane De O'Leary 20281 E. Country Club Drive **Unit 803** Secretary, Treasurer Aventura, Fl 33180 IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 26 day of June, 1997. ANA MARIA VILLAFANE DE O'LEARY Incorporator STATE OF FLORIDA COUNTY OF DADE The foregoing instrument was acknowledged before me this 26 June, 1997 by ANA MARIA VILLAFANE DE O'LEARY, who is personally

NOTARY PUBLIC

OFFICIAL NOTARY SEAL
OARY R SIEGEL
COMMISSION MUMBER
CC576370
MY COMMISSION EXPIRES
AUG. 12,2000

known to me.

ACCEPTANCE

FILED

97 JUN 27 AM II: 38

RESIDENT AGENT

SECRETARY OF STATE ALLAHASSEE, FLORIDA

Having been named as Resident Agent in the foregoing articles of incorporation of ZU-NIC (FLORIDA) INC., I agree as Resident Agent to accept Service of Process, to keep the registered office open during the hours prescribed by law; and to post my name (and any other officers of said corporation authorized to accept service of process at the registered office) in some conspicuous place in the office as required by Law.

GARY R. SIEGEL