

3424-18 Old St. Augustine Road Tallahassee, Florida 32311

Phone 850-671-1741 Fax 850-671-3517

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CORPORATION NA	AME(S) & DOCUMENT NUMBER(	S), (if known):
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NEW BILINGS	AMENDMENTS	
Profit & S	Amendment	
NonProfit 5	Resignation of R.A., Officer/Director	3000024343433 -02/18/9801061009 *****122.50 *****122.50
Limited Liability	Change of Registered Agent	****122.50 ****122.50
Domestication	Dissolution/Withdrawal	•
Other *	Merger	
ONHOR TIMNES:	RECISIORATION/ QUANTIFICATION	
Annual Report	Foreign	
Fictitious Name	Limited Partnership	
Name Reservation	Reinstatement	
-	Trademark	
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	Other	

Examiner's Initials

CR2E031(1/95)

# ARTICLES OF INCORPORATION

OF

# UNIVERSAL MARKETING GROUP INTERNATIONAL, INC.

#### ARTICLE I

The name of this corporation shall be UNIVERSAL GROUP INTERNATIONAL, INC.

# F 51)

#### ARTICLE II

This corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida, including specifically that permitted by Chapter 607, Florida Statutes.

#### ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: One Hundred (100) Shares of Common Stock having a normal or par value of One Dollar and No/100 (\$1.00) per share.

The consideration to be paid for each share shall be payable in lawful money or property, labor or services.

## ARTICLE IV

The initial Registered Office of this corporation shall be 4701 N. Federal Highway Suite 316, Lighthouse Point, FL 33064. The initial registered agent of this corporation shall be Dolores K. Sanchez, Esquire.

# ARTICLE IV

The number of directors constituting the initial Board of Directors shall be two (2). The name and address of the persons serving on the initial Board of Directors is as follows:

<u>NAME</u>

<u>ADDRESS</u>

BEN LEVINSON

Salah Sa

7400 Radice Court, Unit 303 Lauderhill, FL 33319

JEAN LEBEL

17050 Windsor Park Court Boca Raton, FL 33496

The number of Directors may be increased or decreased from time to time by a unanimous resolution of the Stockholders but

shall never be less than one (1).

## ARTICLE VI

The name and address of the Incorporator of these Articles of Incorporation is:

JEAN LEBEL

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17050 Windsor Park Court Boca Raton, FL 33496

#### ARTICLE VII

The principle office is 4100 N. Powerline Road Unit Z-5, Pompano Beach, FL 33370 and the mailing address of the corporation is 4100 N. Powerline Road, Unit Z-5, Pompano Beach, FL 33370.

#### ARTICLE VIII

The corporation shall have perpetual existence.

#### ARTICLE IX

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the corporation as part of the corporate records.

#### ARTICLE X

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be valid as though it had been authorized at a meeting of the Board of Directors.

#### ARTICLE XI

The power to adopt, amend, alter, or repeal the by-laws of this corporation shall be vested in the Directors and Shareholders provided that such amendment is in compliance with the Laws of Florida.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation in the State of Florida, this day of February, 1998.

Jean Lebel

STATE OF FORIDA )

COUNTY OF BROWARD

I HEREBY CERTIFY that on this day, in the State and County named above, before me, an officer duly authorized and acting, personally appeared JEAN LEBEL who is known to me personally or who has produced as identification and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed said Articles of Incorporation for the purposes and reasons set out therein.

WITNESS my hand and official seal this 10 m day of

DOLORES K. SANCHEZ
MY COMMISSION # CC 440543
EXPIRES: March 3, 1999
Bonded Thru Notary Public Underwriters

Notary Public / State of Florida My Commission Expires:

#### ACCEPTANCE BY REGISTERED AGENT

I, Dolores K. Sanchez, Esquire, designated as Registered Agent of UNIVERSAL MARKETING GROUP INTERNATIONAL, INC. in the Articles of Incorporation of said corporation, do hereby accept appointment as such at the registered office designated in Article IV, to-wit: 4701 N. Federal Highway, Suite 316, Lighthouse Point, FL 33064.

Dolores K. Sanchez

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