

P9800021439

GERLICK & COMPANY
619 N. DIXIE HWY.
LAKE WORTH, FL 33460
(800)832-7472

FILED
98 MAR -5 PM12:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

February 23, 1998

800002447788--9
-03/05/98--01024--006
*****70.00 *****70.00

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Universal Marketing and Investment Corp, Inc.
Re: Filing of Articles of Incorporation of ~~Wakefield Studios, Inc.~~

Dear Sir or Madam,

Please file the enclosed Article of Incorporation for ~~Wakefield Studios, Inc.~~ The \$35.00 filing fee together with the \$35.00 registered agent fee are enclosed. Please return the stamped articles to the address listed above.

Thank you in advance for your assistance in this matter.

Sincerely,
Gerlick & Company

Michael Gerlick

Michael Gerlick

P. Hall
MAR -6 1998

**Articles of Incorporation
Of
Universal Marketing and Investment Group, Inc.**

FILED
MAR -5 PM 12:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE ONE
CORPORATE NAME**

The name of the corporation shall be:

Universal Marketing and Investment Group, Inc.

**ARTICLE TWO
DURATION**

The term of existence of the corporation is perpetual.

**ARTICLE THREE
PURPOSE**

The corporation may engage in any activity of business permitted under the laws of the United States and the State of Florida.

**ARTICLE FOUR
CAPITAL STOCK**

The aggregate number of shares which the corporation has authority to issue is 500 shares, all of which shall be common with a \$1.00 par value.

**ARTICLE FIVE
PLACE OF BUSINESS**

The street address of the principal place of business shall be:

6504 Raquet Club Drive
Ft.Lauderdale, FL 33319

ARTICLE SIX
REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 6504 Raquet Club Drive, Ft. Lauderdale, FL 33319, and the initial registered agent at such address is Dean McSweeney.

ARTICLE SEVEN
BOARD OF DIRECTORS

The number of members of the Board of Directors may be changed from time to time as provided by the By-laws of the corporation as adopted by the stockholders; but, in no event shall the Board of Directors consist of less than one (1) member at any time.

ARTICLE EIGHT
INITIAL DIRECTORS

the initial Board of Directors shall consist of one (1) member who shall hold office until the first meeting of the corporation and whose name and address is as follows:

Dean McSweeney
6504 Raquet Club Drive
Ft. Lauderdale, FL 33319

ARTICLE NINE
INCORPORATORS

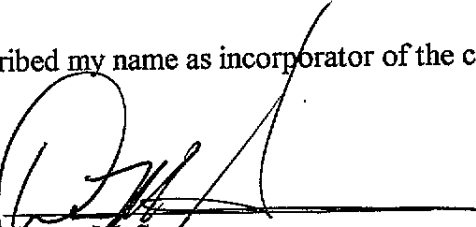
The name and address of each incorporator executing the Article of Incorporation are as follows:

Dean McSweeney
6504 Raquet Club Drive
Ft. Lauderdale, FL 33319

ARTICLE TEN
COMMENCEMENT DATE

The corporation shall be deemed to commence its existence upon the date the Charter Number is assigned to the corporation by the Secretary of State of the State of Florida.

IN WITNESS WHEREOF, I have subscribed my name as incorporator of the corporation this 23 day of February, 1998.

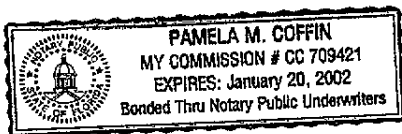

Dean McSweeney

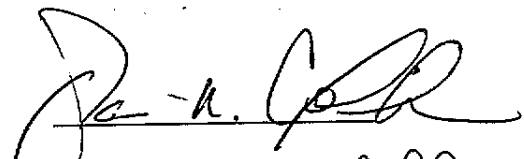
STATE OF FLORIDA:

COUNTY OF BROWARD:

BEFORE ME, A Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Dean McSweeney, to me known to be the person described as Incorporator in the foregoing Articles of Incorporation, who produced a driver's license as identification, and who took an oath and acknowledged before me that he executed said Articles of Incorporation.

WITNESS my hand and official seal this 23 day of February, 1998





Pamela M. Coffin
Notary Public
State of Florida

My commission expires: January 20, 2002

**CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT
FOR SERVICE OF PROCESS**


FILED
98 MAR -5 PM 12: 02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby designates Dean McSweeney as its Registered Agent to accept service of process within this state.



Incorporator

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in the Articles of Incorporation, the undersigned hereby accepts the foregoing designation of Registered Agent for service of process within the State of Florida, and agrees to comply with the provisions of the law applicable to said designation.



Dean McSweeney