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TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-04/03/98--01118--010
*****78.75 *****78.75

Subject: UP SERVICES, INC.

Enclosed is an original and one (1) copy of the articles of incorporation, a certificate of designation of registered agent, and a check for \$78.75 (filing fee and certificate).

FROM: Ricardo J. Nahmens

3100 Old Winter Garden Road, apt. 628, Ocoee, Florida 34761.

407-578-5790

FILED
98 APR -3 AM 9:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

me 4/7/98

ARTICLES OF INCORPORATION

of

UP SERVICES, INC.

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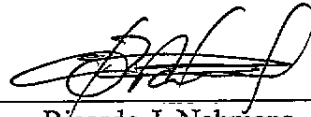
**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

Pursuant to Chapter 607 of the Florida Business Corporation Act, the undersigned
Incorporator being a natural person competent to contract, submits these articles of incorporation
for the purpose of forming a for-profit corporation.

- Article 1.** The name of the corporation is UP SERVICES, INC.
- Article 2.** The principal place of business and mailing address of this corporation is: 9436
Daney St., Gotha, Florida 34734-5019.
- Article 3.** The corporation is authorized to issue one class of stock, that being 1,000 shares
of no par value, common stock, with identical rights and privileges.
- Article 4.** The name and address of the corporation's initial registered agent is Ricardo J.
Nahmens, 3100 Old Winter Garden Road, apt. 628, Ocoee, Florida 34761.
- Article 5.** The name and street address of the incorporator of this corporation is Ricardo
J. Nahmens, 3100 Old Winter Garden Road, apt. 628, Ocoee, Florida 34761.
- Article 6.** The number of directors constituting the initial board of directors is three and the
name and address of each person who is to serve as a member thereof is as
follows:
- Rafael Larrazabal, 3200 Old Winter Garden Road, apt. 1811, Ocoee, FL 34761
Patrizia M. Cannarsa, 3200 Old Winter Garden Road, apt. 1811, Ocoee, FL 34761
Ricardo J. Nahmens, 3100 Old Winter Garden Road, apt. 628, Ocoee, Florida 34761.
- Article 6.** No director shall be held liable to the corporation or its shareholders for monetary
damages due to a breach of fiduciary duty, unless the breach is a result of self-
dealing, intentional misconduct or illegal actions.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles or incorporation on the date below.

MARCH 31, 1998
Date

A handwritten signature in black ink, appearing to read 'Ricardo J. Nahmens', written over a horizontal line.

Ricardo J. Nahmens
Sole Incorporator

CERTIFICATE OF DESIGNATION
of
REGISTERED OFFICE AND REGISTERED AGENT
FOR UP SERVICES, INC.

Pursuant to section 607.0501 of The Florida Business Corporation Act, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office and registered agent, in the State of Florida.

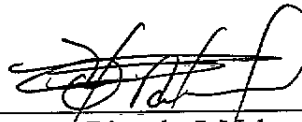
The name and address of the corporation's registered agent and registered office is:

Name: Ricardo J. Nahmens

Address: 3100 Old Winter Garden Road, apt. 628, Ocoee, Florida 34761.

Having been named as the registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

March 31st, 1998
Date


Ricardo J. Nahmens

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TALLAHASSEE, FLORIDA