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September 14, 1998

SECRETARY OF STATE
THE CAPITAL
PL-02
TALLAHASSEE, FL 32399-0250

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-09/17/98--01086--005
*****70.00 *****70.00

RE: ARTICLE OF INCORPORATION
UNIVERSAL INTERNATIONAL RESOURCES CORP

Enclosed please find Articles of Incorporation of Universal International Resources Corp, along with check in the amount of \$70.00 for corporation fees.

Thanking you for processing these papers as soon as possible,
I am,

Sincerely,

Ruth Colwell

Ruth Colwell
2617 Davie Boulevard
Ft Lauderdale, Fl 33312
(954) 316-8550

encl: Original & 2 copies
Check for \$70.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP 17 AM 7:57

A. BROCK SEP 21 1998

ARTICLES OF INCORPORATION
OF
UNIVERSAL INTERNATIONAL RESOURCES CORP

THE UNDERSIGNED incorporator, for the purpose of forming a Corporation for profit under the Corporation Act of the State of Florida does hereby certify as follows:

ARTICLE I: NAME

The name of this Corporation is: UNIVERSAL INTERNATIONAL RESOURCES CORP. The principal office is located at: 2617 Davie Boulevard, Ft Lauderdale, Florida 33312.

ARTICLE II: PURPOSE

This Corporation is organized for the following purposes:
Buying, selling and leasing equipment.

ARTICLE III: CAPITAL STOCK

The aggregate number of shares which the Corporation shall have authority to be issued is 100 shares all of one class and all at par value of One (\$1.00) Dollar per share.

ARTICLE IV: TERM OF EXISTENCE

This Corporation shall have perpetual existence unless dissolved by action of law.

ARTICLE V: INITIAL REGISTERED OFFICE

The street address of the initial registered office of this Corporation is 2617 Davie Boulevard, Ft. Lauderdale, Florida, 33312.

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ARTICLE VI: DIRECTORS

This Corporation shall have not less than one (1) Director initially. The number of Directors may be increased from time to time as the stockholders desire, in accordance with the By-Laws hereof.

ARTICLE VII: INITIAL DEIRECTORS

The name and post office address of the Corporate Directors are:

<u>NAME</u>	<u>ADDRESS</u>
DONNA GARNER	2617 Davie Boulevard Ft Lauderdale, Fl 33312

ARTICLE VIII: INCORPORATORS

The name and post office address of the each Incorporator is as follows:

<u>NAME</u>	<u>ADDRESS</u>
DONNA GARNER	2617 Davie Boulevard Ft Lauderdale, Florida 33312

ARTICLE IX: INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director to the full extent permitted by law.

ARTICLE X: AMENDMENT

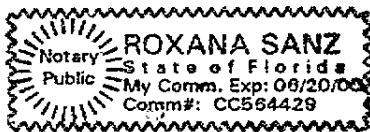
This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any Amendment hereto, and any right conferred upon the shareholder is subject to this reservation

IN WITNESS WHEREOF I have hereunto set my hand and seal to
these Articles of Incorporation this 15th day of September, 1998.

DONNA GARNER
Incorporator and Sole Director

STATE OF FLORIDA)
) ss.
COUNTY OF BROWARD)

COUNTY OF BROWARD)
 The foregoing instrument was acknowledged before me this 15th
 day of September, 1997.



Roxana Lang
NOTARY PUBLIC, STATE OF FLORIDA

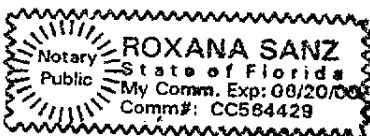
ACCEPTANCE OF APPOINTMENT TO ACT
AS REGISTERED AGENT

I HEREBY state that I am familiar with the obligations of a Registered Agent and I accept the position of Registered Agent for the aforementioned corporation.

Ruth Colwell
RUTH COLWELL, Registered Agent
2617 Davie Boulevard
Ft Lauderdale, Fl 33312

STATE OF FLORIDA)
) ss:
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 15th day of September 1998.



Rocana Lang
NOTARY PUBLIC, STATE OF FLORIDA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
DA
98 SEP 17 AM 7:56