

P98000094395



ACCOUNT NO. : 072100000032

REFERENCE : 023899 4303929

AUTHORIZATION : *Patricia Piguet*

COST LIMIT : \$ 78.75

ORDER DATE : November 6, 1998

ORDER TIME : 11:38 AM

ORDER NO. : 023899-005

CUSTOMER NO: 4303929

CUSTOMER: Ms. Sheryl C. Vainstein
GREENBERG TRAUIG
GREENBERG TRAUIG
1221 Brickell Avenue
20th Floor
Miami, FL 33131

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DOMESTIC FILING

NAME: UNIQUE CONSULTING, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

XX PLAIN STAMPED COPY

CONTACT PERSON: Robert Turner

EXAMINER'S INITIALS:

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ARTICLES OF INCORPORATION
OF
UNIQUE CONSULTING, INC.

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ARTICLE I

The name of the corporation is UNIQUE CONSULTING, INC. (the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is 8400 S.W. 65th Street, Miami, Florida 33143.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares Authorized</u>	<u>Par Value Per Share</u>	<u>Class of Stock</u>
1,000	\$.01	Common

ARTICLE IV

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than fifty percent (50%) of the shares entitled to vote on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLE V

The street address of the Corporation's initial registered office is 8400 S.W. 65th Street, Miami, Miami Dade County of, State of Florida 33143 and the name of its initial registered agent at such office is Marcos F. Garcia.

ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of directors constituting the initial Board of Directors is one (1), and the name and address of the member of the initial Board of Directors, who will serve as the Corporation's director until successors are duly elected and qualified is:

Marcos F. Garcia
8400 S.W. 65 Street
Miami, Florida 33143

ARTICLE VII

The name of the Incorporator is Marcos F. Garcia and the address of the Incorporator is 8400 S.W. 65th Street, Miami, Florida 33143.

ARTICLE VIII

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

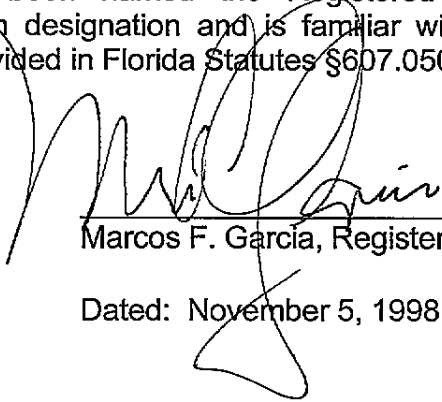
IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 5th day of November, 1998.



Marcos F. Garcia, Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of UNIQUE CONSULTING, INC. accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.



Marcos F. Garcia, Registered Agent

Dated: November 5, 1998

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