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TO: DIVISION OF CORPORATIONS

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FROM: BRADY & COKER
CONTACT: NEYSA RICH
PHONE: (954)761-1404

ACCT#: 075350000217

FAX #: (954)761-1489

NAME: UNITED BRODY INTERNATIONAL, INC.
AUDIT NUMBER.....H98000024150
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..1 PAGES..... 4
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ARTICLES OF INCORPORATION
OF
UNITED BRODY INTERNATIONAL, INC.

ARTICLE I. NAME: The name of this corporation is UNITED BRODY INTERNATIONAL, INC.

ARTICLE II. DURATION: This corporation shall have perpetual existence.

ARTICLE III. PURPOSE: This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV. CAPITAL STOCK: This corporation is authorized to issue Five Hundred (500) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE V. PREEMPTIVE RIGHTS: Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT: The street address of the initial registered office of this corporation is 1318 Southeast 2nd Avenue, Fort Lauderdale, Florida, and the name of the initial registered agent of this corporation at that location is Rod A. Feiner.

ARTICLE VII. INITIAL BOARD OF DIRECTORS: This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one (1). The name and address of the initial directors of this corporation are:

JEROME BRODY
President/Director

11111 Biscayne Boulevard
Miami, FL 33181

MARLENE BRODY
Vice President/Director

11111 Biscayne Boulevard
Miami, FL 33181

Rod A. Feiner, Esquire
Florida Bar No. 0039853
Brady & Coker
1318 Southeast 2nd Avenue
Fort Lauderdale, FL 33316
Telephone: (954) 761-1404

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MARLENE BRODY
Secretary/Director

11111 Biscayne Boulevard
Miami, FL 33181

MARLENE BRODY
Treasurer/Director

11111 Biscayne Boulevard
Miami, FL 33181

ARTICLE VIII. INCORPORATOR: The name and address of the person signing these Articles is:

JEROME BRODY

11111 Biscayne Boulevard
Miami, FL 33181

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 shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 29th day of December, 1998.


JEROME BRODY, Subscriber

STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 29th day of December, 1998, by JEROME BRODY, who is personally known to me and who did not take an oath.


(Signature of Notary Public)
ANGELIA ALVAREZ
COMMISSION # CC 580988
EXPIRES JUN 11, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.

(Print, Type or Stamp Name of
Notary Public/Notary Commission
No.)

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STATE OF FLORIDA
DEPARTMENT OF STATE

Certificate Designating Place of Business or
Domicile for the Service of Process Within This State,
Naming Agent Upon Whom Process May Be Served
and Names and Addresses of the Officers and Directors.

The following is submitted, in compliance with Chapter 48.091,
Florida Statutes:

UNITED BRODY INTERNATIONAL, INC., a corporation organized (or
organizing) under the laws of the State of Florida, with its
principal office at 11111 Biscayne Boulevard, in the City of Miami,
County of Dade, State of Florida, has named Rod A. Feiner, located
at 1318 Southeast 2nd Avenue, in the City of Fort Lauderdale, County
of Broward, State of Florida, as its agent to accept service of
process within this state.

OFFICERS:

<u>NAME/TITLE</u>	<u>SPECIFIC ADDRESS</u>
JEROME BRODY President/Director	11111 Biscayne Boulevard Miami, FL 33181
MARLENE BRODY Vice President/Director	11111 Biscayne Boulevard Miami, FL 33181
MARLENE BRODY Secretary/Director	11111 Biscayne Boulevard Miami, FL 33181
MARLENE BRODY Treasurer/Director	11111 Biscayne Boulevard Miami, FL 33181

<u>DIRECTORS</u>	<u>SPECIFIC ADDRESS</u>
JEROME BRODY	11111 Biscayne Boulevard Miami, FL 33181

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MARLENE BRODY

11111 Biscayne Boulevard
Miami, FL 33181By: JEROME BRODY
(corporate director)

ACCEPTANCE:

I agree as Resident Agent to accept Service of Process; to keep office open during the prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by law.

By: ROD A. FEINER
(Resident Agent)

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TALLAHASSEE, FLORIDA