

HRS

H.R. SHAIKH & COMPANY

CERTIFIED PUBLIC ACCOUNTANTS

P9900028068

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 MAR 22 PM 2:07

March 16, 1999

Department of State
Division of Corporations

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-03/22/99-01128-012

*****131.25 *****87.50

Dear Sir,

Please find enclosed Articles of Incorporation and certificate of Designation of Registered Agent / Registered Office of Union Management Corporation, duly signed with appropriate fee. Please process the case as expedited handling and return the certified copy and certificate status in overnight package enclosed.

Thank You

Sincerely,

Farrukh Seyar
Farrukh Seyar

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ARTICLES OF INCORPORATION
OF
UNION MANAGEMENT CORPORATION

ARTICLE I

The name of the Corporation is: UNION MANAGEMENT CORPORATION

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The address of its registered office and mailing address is 2222 - B Cove Blvd., Panama city, Florida 32405. The name of its registered agent at such place is Noman Qadri.

ARTICLE IV

The purpose or purposes for which it is organized are: To transact any or all lawful business or businesses for which Corporation may be incorporated under the Florida Business Corporation Act.

ARTICLE V

The aggregate number of shares which the Corporation shall have authority to issue is Ten Thousand (10,000) shares of common stocks of \$.10 Par Value.

ARTICLE VI

The name and address of its registered agent is:

Noman Qadri 2222-B Cove Blvd.,
Panama city, Florida 32405

ARTICLE VII

The number of the initial director is one and the name and address of such director is:

Noman Qadri 2222-B Cove Blvd.,
Panama city, Florida 32405

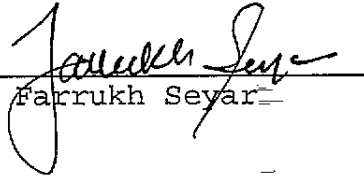
ARTICLE VIII

The name and the address of the incorporator is: =

Farrukh Seyar

6161 Savoy Dr. Suite 1020
Houston, Texas 77036

The undersigned incorporator has executed these articles
Of incorporation this 19th day of March, 1999.


Farrukh Seyar

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 604.0501, FLORIDA STATUTES
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAW OF THE
STATE OF FLORIDA, SUBMIT THE FOLLOWING STATEMENTS IN DESIGNATING
THE REGISTERED OFFICE / REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is : Union Management Corporation .
2. The name and the address of the registered agent and office is :

Name	Noman Qadri
Address	2222-B Cove Blvd., Panama city, Florida 32405

Having been named as 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 the registered agent and agree to in this capacity. I further agree to comply with 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.

Noman Qadri
(Signature)

3/17/99
(Date)