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FILED
99 APR 19 PM 2:57
TALLAHASSEE, FLORIDA

LUCY E. BOLIVAR
12289 University Boulevard
Orlando, Florida 32817

March 15, 1999

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

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-04/19/99--01125--014
*****131.25 *****78.75

**SUBJECT: Articles of Incorporation
UNIVERSITY MILL, INC.**

Dear Sir/Madam:

Enclosed hereto please find an original and one (1) copy of the articles of incorporation of University Mill, Inc., and a check payable to the Department of State in the amount of \$131.25 for the following fees:

Filing Fee	\$35.00
Designation of Resident Agent	\$35.00
Certified Copy	\$52.50
Certificate of Status	\$ 8.75
Total	\$131.25

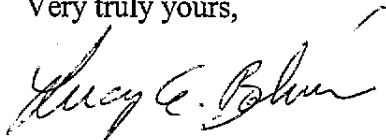
FROM: Lucy E. Bolivar

ADDRESS: 12289 University Boulevard, Orlando, Florida 32817

TEL. (407) 282-9772

Thank you for your assistance in this matter and should you have any questions do not hesitate to contact me.

Very truly yours,



Enclosure

SHARON

APR 21 1999

**ARTICLES OF INCORPORATION
OF
UNIVERSAL MILL, INC.**

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ARTICLE I - NAME and PRINCIPAL PLACE OF BUSINESS

The name of the corporation is UNIVERSAL MILL, INC., and the principal place of business shall be located at 12289 University Boulevard, Orlando, Florida 32817.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of common stock at Ten Dollars (\$10.00) par value, which shall be designated as "Common Shares."

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation 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 AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent of this corporation are Julio R. Carrion, Esq., 517 West Colonial Drive, Orlando, Florida 32802.

ARTICLE VII - DIRECTORS

Initially, this corporation shall have one (1) Director who shall serve until their successors shall be elected/appointed from time to time by the Bylaws. The name and address of the initial director are as follows:

<u>Name</u>	<u>Address</u>
Lucy E. Bolivar	12289 University Boulevard Orlando, Florida 32817

ARTICLE VIII - OFFICERS

The name and address of officers of the corporation shall be appointed by the Board of Directors in accordance with the Bylaws.

ARTICLE IX - INCORPORATOR

The name and address of the Incorporator signing these articles of incorporation are:

<u>Name</u>	<u>Address</u>
Lucy E. Bolivar	12289 University Boulevard Orlando, Florida 32817

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any Officer or Director, to the full extent permitted by law. No Officer or Director shall be liable for monetary damages to the corporation or any other person for any statement, vote, decision, or failure to act, regarding corporate management policy, unless that Officer or Director breached or failed to perform his duties as an Officer or Director as provided in Section 607.0831, Florida Statutes.

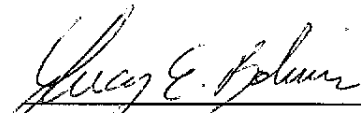
ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

Articles may be amended at any time by the majority vote of shareholders.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on the date of signing.

Dated this 15th day of March 1999.

A handwritten signature in cursive script, appearing to read "Lucy E. Bolivar", written over a horizontal line.

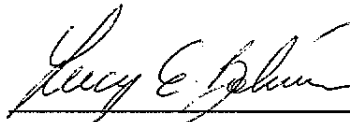
**Lucy E. Bolivar, President
Incorporator**

**CERTIFICATE DESIGNATING PLACE AND NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that Lucy E. Bolivar, desiring to organize or qualify under the laws of the State of Florida, has named Julio R. Carrion, Esq., 517 West Colonial Drive, Orlando, Florida 32804, as its agent to accept service of process within Florida.

Dated this 15th day of March 1999.



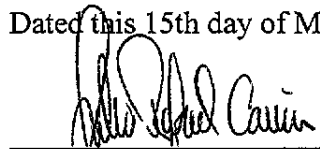
Lucy E. Bolivar, President
Incorporator

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TALLAHASSEE, FLORIDA

ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

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 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 obligations of my position as resident agent.

Dated this 15th day of March 1999.



Julio R. Carrion, Esquire
Registered Agent