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Florida Department of State  
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## FLORIDA PROFIT CORPORATION OR P.A.

## UNICOMP CORP.

Certificate of Status	0
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Katherine Harris  
Secretary of State

June 17, 1999

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ARTICLES OF INCORPORATION

OF

UNICOMP CORP.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

UNICOMP CORP.

The name of the Corporation shall be UNICOMP CORP., hereinafter referred to as the "CORPORATION."

ARTICLE II - PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for corporations organized under the Florida Business Corporation Act.

ARTICLE III - DURATION

The Corporation shall have perpetual existence.

ARTICLE IV - PRINCIPAL OFFICE

The principal place of business and mailing address of the Corporation shall be 8550 N.W. 177<sup>th</sup> Street, Miami, Florida 33015.

Margaret Julien, Esq.  
16701 N.W. 73<sup>rd</sup> Court  
Miami, Florida 33015  
(305)821-9980  
FL. Bar # 935778

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## **ARTICLE V - CAPITAL STOCK**

The aggregate number of shares that the Corporation shall have the authority to issue is 1,000 shares of common stock, with no par value.

## **ARTICLE VI - INITIAL REGISTERED AGENT AND OFFICE**

The name and address of the resident agent for the Corporation is Margaret Julien at 16701 N.W. 73<sup>rd</sup> Court, Miami, Florida 33015.

## **ARTICLE VII - PREEMPTIVE RIGHTS**

The Corporation elects to have preemptive rights available to its shareholders and granted on uniform terms and conditions prescribed by its Board of Directors.

## **ARTICLE VIII - INITIAL BOARD OF DIRECTORS**

The Corporation shall initially have two directors. The number of directors may be either increased or decreased from time to time, as provided in the Bylaws of the Corporation. The names and addresses of the initial directors of the Corporation are:

**Geraldo R. Leon**  
8550 NW 177<sup>th</sup> Street  
Miami, Florida 33015

**Igor Kagan**  
5701 Collins Avenue  
#1611  
Miami Beach, Florida 33140

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## ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal the Bylaws of the Corporation shall be vested in the Board of Directors.

## ARTICLE X - SHAREHOLDER QUORUM AND VOTING

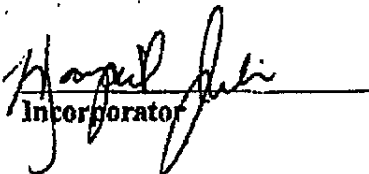
A majority of the Shareholders of the Corporation shall constitute a quorum at a meeting of the Shareholders. If a quorum is present, the affirmative vote of a majority of the shares represented at the meeting and entitled to vote shall be the act of the Shareholders.

## ARTICLE XI - ARTICLES OF INCORPORATION

The power to adopt, alter, amend or repeal these Articles of Incorporation shall rest with the Shareholders at a Shareholders' meeting.

## ARTICLE XII - INCORPORATOR

The name and street address of the incorporator of his Corporation is Margaret Julien, 16701 N.W. 73<sup>rd</sup> Court, Miami, Florida 33015.

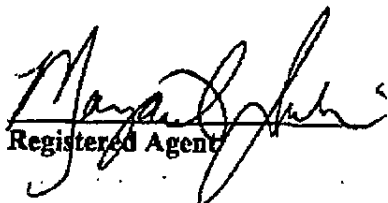
  
Incorporator

06-16-99  
Date

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*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 registered agent and 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 the obligations of my position as registered agent.*

  
Registered Agent

06-16-99  
Date

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