

**Electronic Articles of Incorporation
For**

P15000014305
FILED
February 12, 2015
Sec. Of State
mdickey

THE USA EXCHANGE, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

THE USA EXCHANGE, INC.

Article II

The principal place of business address:

2033 MAIN STREET
SUITE 505
SARASOTA, FL. 34237

The mailing address of the corporation is:

2033 MAIN STREET
SUITE 505
SARASOTA, FL. 34237

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

100,000,000 (PAR VALUE \$0.0001)

Article V

The name and Florida street address of the registered agent is:

ANDY BADOLATO
2033 MAIN STREET
SUITE 505
SARASOTA, FL. 34237

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: ANDY BADOLATO

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Article VI

The name and address of the incorporator is:

ANDY BADOLATO
2033 MAIN STREET
SUITE 505
SARASOTA, FL 34237

Electronic Signature of Incorporator: ANDY BADOLATO

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P, T
ANDY M BADOLATO
2033 MAIN STREET SUITE 505
SARASOTA, FL. 34237

Title: VP,S
JOHN R DORAN
2033 MAIN STREET SUITE 505
SARASOTA, FL. 34237

Article VIII

The effective date for this corporation shall be:

02/09/2015