F98000005112

To: Qualification/Tax Lien Section Division of Corporations
SUBJECT: U.S. EQUITIES INC. (Name of corporation - must include suffix)
(Name of corporation - must include surfix)
Dear Sir or Madam:
The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.
Please return all correspondence concerning this matter to the following:
F. BRUCE CORNEAL (Name of Person)
(Name of Person)
U.S. EQUITIES INC.
(Firm/Company)
2601 PARK CENTER DR C-7035 (Address)
(Address)
ALEXANDRIA UIRGINIA 22302 9nth (City/State/Zip)
(City/State/Zip) 9/1)
Should you need to call someone concerning this matter, please call: 300026301033 -09/01/9801043005 ****131.25 ****131.25
RATHERINE S. FICK # (-703) 305-7220 W98-20057
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section Division of Corporations 409 E. Gaines St. Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

September 1, 1998

F. BRUCE CORNEAL U.S. EQUITIES, INC. 2601 PARK CENTER DR., C-703 ALEXANDRIA, VA 22302

SUBJECT: U.S. EQUITIES, INC. Ref. Number: W98000020057

We have received your document for U.S. EQUITIES, INC. and your check(s) totaling \$131.25. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6097.

Michael Mays Document Specialist

Letter Number: 998A00045087

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned F. BRUCE CORNEAL , do hereby certify (Name)
that this Resolution of the Board of Directors of U.S. EQUITIES TNC,
(Corporate Name)
a corporation duly organized and existing under the laws of the State of VIRGINIA,
was duly adopted on SEPTEMBER 8 , 19 98.
Be it resolved, that U.S. EQUITIES INC.
organized and existing in the State of VIRGINIA, hereby adopts the name
U.S. KEY WEST EQUITIES INC. for use in Floreda.
Dated: Signature of either Chairman, Vice/Chairman of any officer F. BRUCE CORNEAL
Type or print name

Re: Letter # 998A 000 45087

INHS19(4/96)

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA. UIS. EQUITIES TNC.

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.) 2. COMMONWEALTH OF VIRGINIA
(State or country under the law of which it is incorporated)

4. TUNE 22, 1998

(Date of incorporation)

54-1893143
(FEI number, if applicable)

Duration: Year corp. will cease to exist or "perpetual") 6. FEBRUARY 1, 1998
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.) PALLS CHURCH, VA 22046
(Current mailing address) ACQUIRE

LEASE AND DEUE LOP REAL ESTATE

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida) 9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable) 10. Registered agent's acceptance: Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as kegistered dgent (Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law

of which it is incorporated.

THESE IT A FORD RD, SHADY SIDE MD 20764 COLOT MARK S. CORNEAL THESE 106 AVENDALE CIRCLE SEVERNA PARK MARY LAND 21146 FALLS CHURCH VA 22046 OFFICERS (Street address only -P.O. BOXNOT acceptable) FALLS CHURCH VA 22046 FALLS CHURCH VA 22046 CH32 FORD RD, SHADY SIDE MD 20764 CPRESIDENT RAY MOND H. WILSON CHSS: 115 PARK AVENUE FALLS CHURCH VA 22046 THESE: 2601 PARK CENTER DR - C - 703 ALEXANDRIA VIRGINIA 22302 THE ST PORD RD, SHADY SIDE MD 20764 THE ST PORD RD SHADY SIDE MD 20764	· i 0= 1	F. BRUCE CORNEAL		
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STATE CORPORATION COMMISSION

Richmond, June 22, 1998

This is to Certify that the certificate of incorporation US EQUITIES, INC

was this day issued and admitted to record in this office and that the said corporation is authorized to transact its business subject to all Virginia laws applicable to the corporation and its business. Effective date:

June 22, 1998



State Corporation Commission

William J. Bridge
Clark It the Commission