

F99000003035

FLORIDA COMPLIANCE SPECIALISTS, INC.

DAVE TAYLOR, PRESIDENT



1331 East Lafayette Street, Suite F
Tallahassee, Florida 32301
Voice: (850) 942-5464 Fax: (850) 942-5111

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. U.S.A. Fin'l Services
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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Examiner's Initials

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned DEREK ELLIOTT, do hereby certify
(Name)

that this Resolution of the Board of Directors of USA FINANCIAL SERVICE'S INC.
(Corporate Name)

a corporation duly organized and existing under the laws of the State of VIRGINIA,
was duly adopted on JUNE 6, 1999.

Be it resolved, that USA FINANCIAL SERVICE'S INC.
(Corporate Name)

organized and existing in the State of VIRGINIA, hereby adopts the name
FINANCIAL SPOT, INC. for use in Florida.

Dated: 6/6/99

Derek Elliott (SECRETARY)
Signature of either Chairman, Vice Chairman or any officer

DEREK ELLIOTT
Type or print name

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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:

1. U.S.A. Financial Services, Inc. (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. Virginia (State or country under the law of which it is incorporated) 3. 54-1826413 (FEI number, if applicable)

4. 9/23/96 (Date of Incorporation) 5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification (Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. 14100 Sullyfield Circle, Ste. 500 Chantilly, VA 20151 (Current mailing address)

8. Mortgage Lending (Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: Florida Compliance Specialists, Inc. Office Address: 1331 E. Lafayette St., Ste. F Tallahassee, Florida, 32301 (Zip Code)

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 registered agent. (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.

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12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: N/A

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: GI HWA PARK

Address: 14100 SULLYFIELD CIRCLE, STE 500
CHANTILLY VA 20151

Vice President: ROBERT E LEE

Address: 14100 SULLYFIELD CIRCLE, STE 500
CHANTILLY VA 20151

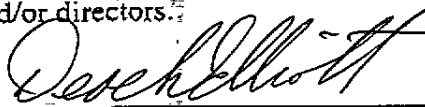
Secretary: DEREK ELLIOTT

Address: 14100 SULLYFIELD CIRCLE STE 500
CHANTILLY VA 20151

Treasurer: ROBERT E LEE

Address: 14100 SULLYFIELD CIRCLE STE 500
CHANTILLY VA 20151

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. DEREK ELLIOTT SECRETARY
(Typed or printed name and capacity of person signing application)

Commonwealth of Virginia



State Corporation Commission

I Certify the Following from the Records of the Commission:

U.S.A. FINANCIAL SERVICES, INC. is a corporation existing under and by virtue of the laws of Virginia, and is in good standing.

The date of incorporation is August 23, 1996.

Nothing more is hereby certified.

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Signed and Sealed at Richmond
on this Date: February 27, 1997

William J. Bridge

William J. Bridge, Clerk of the Commission