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TRANSMITTAL LETTER

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00 MAR 27 PM 12:44

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
409 E. Gaines St.
Tallahassee, FL. 32399

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-03/27/00--01100--006

*****78.75 *****78.75

SUBJECT:SOUTHEAST STOCK TRANSFER CO. INC., OF FT. LAUDERDALE

Enclosed are an original and two (2) copies of the articles of incorporation and a check for \$78.75 for: Filing fee, Certified copy & Certificate.

FROM:

D. SIEGEL
P.O. BOX 22658
FT. LAUDERDALE, FL 33315-2658

B. BROWN MAR 3 1 2000

ARTICLES OF INCORPORATION
OF
SOUTHEAST STOCK TRANSFER CO. INC., OF FT. LAUDERDALE

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Article 1

Corporate Name

The Name of this corporation is: SOUTHEAST STOCK TRANSFER
CO. INC., OF FT. LAUDERDALE

Article II

Purpose

This corporation is organized for the following purposes:

1. To buy, sell, exchange, rent, lease, improve, and maintain real or personal property and to otherwise deal in and with real property and personal property of whatever nature or kind; to deal in and with investments of whatever kind and to provide investment opportunities and services.

2. To act to such extent as a corporation organized under the Business Corporation Laws of this state may now or hereafter lawfully do, either as principal or agent either alone or in connection with other corporations, firms or individuals, all and everything necessary, suitable, convenient or proper for or in connection with or incident

thereto. To accomplish any of the purposes of or the statement of any one or more of the objects herein enumerated or designed directly or indirectly to promote the interest of this corporation or to enhance the value of its properties; and in general to do any and all things and exercise any and all powers, rights and privileges which a corporation may now or hereafter be organized to do which exist under the Business Corporation Law of this state or under any act amendatory thereof, supplemental thereto, or substituted therefore.

Article III

Capital Stock

This corporation is authorized to issue 1,000,000 shares of common stock with a par value of \$.01 per share.

Article IV

Initial Principal and Registered Office

The street address of the initial principal and registered office of this corporation is: 3055 Harbor Dr, Suite 1603, Ft. Lauderdale, FL.33316

The mailing address is : P.O. Box 22658 Ft. Lauderdale, FL. 33315-2658

Article V
Registered Agent

The initial registered agent of this corporation is: Michelle Puentes
located at: 2875 N. E. 191st Street, Suite 601, Aventura, Florida 33180

Article VI

Initial Board of Directors

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one nor more than nine. The name and address of the initial director of this corporation are, to wit:

Maria S. Siegel 3055 Harbor Dr. Suite #1603
Ft. Lauderdale, FL. 33316

Article VII Incorporator

The name and address of the person signing these Articles is:

Michelle Puentes, 2875 N. E. 191st Street, Suite # 601, Aventura, FL. 33180

IN WITNESS WHEREOF, the undersigned subscriber has
Executed the Articles of Incorporation of SOUTHEAST STOCK
TRANSFER CO. INC., OF FT. LAUDERDALE this, 22nd day of March,
2000.

Michelle Puente
Subscriber

STATE OF FLORIDA)) ss.
COUNTY OF DADE)


IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my official seal in the state and county aforesaid, this 22nd day
of March, 2000.

David Herbert Siegel
NOTARY PUBLIC, State of Florida

DAVID HERBERT SIEGEL
Print Name of Notary

Commission No.: _____

NOTARY PUBLIC
STATE OF FLORIDA



OFFICIAL NOTARY SEAL
DAVID HERBERT SIEGEL
COMMISSION NUMBER
CC662369
MY COMMISSION EXPIRES
JULY 30, 2001

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS IN THIS STATE
NAMING AGENT UPON WHICH PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act:

First: That USA STRATEGIC INVESTMENTS LTD.
desiring to organize under the laws of the state of Florida with its principal office as indicated in the Articles of Incorporation has named Michelle Puentes, whose address is: 2875 N. E. 191st Street, Suite 601, Aventura, Florida 33180 as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above named corporation at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said act relative to keeping open said office.

Michelle Puentes
MICHELLE PUENTES

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HALL COUNTY CLERK
STATE OF FLORIDA