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LAZARUS CORPORATE FILING SERVICE

(Requestor's Name)
3320 S.W. 87 AVENUE
 (Address)
MIAMI, FLORIDA (305)552-5973
 (City, State, Zip) (Phone #)

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

OFFICE USE ONLY

FILED
 00 APR -6 AM 11:28
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA
RECEIVED
 00 APR -6 AM 10:28
 DEPT. OF STATE
 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA

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

1. U.S.A MARKETING AND CONSULTING
 (Corporation Name) (Document #)
2. GROUP, INC.
 (Corporation Name) (Document #)

3. _____
 (Corporation Name) (Document #)

4. _____
 (Corporation Name) (Document #)

- ☒ Walk in ☒ Pick up time 2.00 ☒ Certified Copy
- ☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input checked="" 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

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

REGISTRATION/ QUALIFICATION	
<input 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

FILED
00 APR -6 AM 11:20
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

U.S.A MARKETING AND CONSULTING GROUP, INC.

ARTICLE I - NAME

The name of this corporation is U.S.A. MARKETING AND CONSULTING GROUP, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida.

ARTICLE III - ADDRESS

The mailing address of the corporation is 455 S. W. 19 Road, Miami, Florida 33129.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any and all business permitted under the laws of the United States and of the State of Florida.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue ONE HUNDRED (100) shares of NO par value common stock, which shall be designated "Common Stock".

ARTICLE VI- PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro

rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the principal office of this corporation is 455 S. W. 19 Road, Miami, Florida 33129, and the name of the initial registered agent of this corporation is GASTON R. ALVAREZ, ESQ.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time as provided in the bylaws but shall never be less than ONE.

The name and address of the initial director of this corporation is:

Gaston R. Alvarez, Esq.	2701 Le Jeune Road, Ste. 407 Coral Gables, Florida 33134
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Evelio Ley	455 S. W. 19 Road Miami, Florida 33129
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ARTICLE IX - INDEMNIFICATION

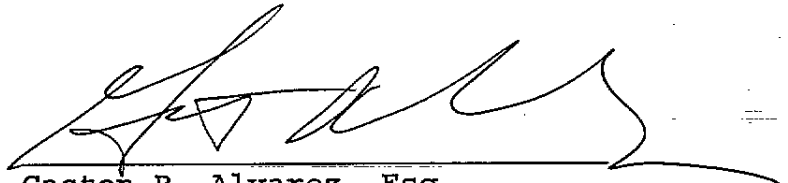
The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X - INCORPORATOR

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

Gaston R. Alvarez, Esq.	2701 Le Jeune Road, Ste. 407 Coral Gables, Florida 33134
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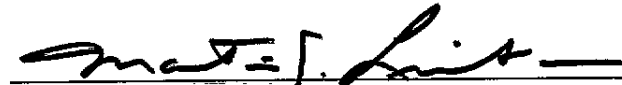
IN WITNESS WHEREOF, the undersigned subscriber has
executed these articles of incorporation this 5th day of April,
2000.


Gaston R. Alvarez, Esq.

STATE OF FLORIDA)
 : ss
COUNTY OF MIAMI-DADE)

BEFORE ME, a notary public authorized to take
acknowledgments in the state and county set forth above, personally
appeared GASTON R. ALVAREZ, ESQ., known to me and known by me to be
the person who executed the foregoing articles of incorporation,
and she acknowledged before me that she executed those articles of
incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my official seal, in the state and county aforesaid, this
5th day of April, 2000.


Notary Public, State of Florida at Large
Martin J. Livingston
Printed Notary Signature

My commission expires



Martin J Livingston
My Commission CC640197
Expires April 20, 2001

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
THE STATE OF FLORIDA, NAMING AGENT UPON WHOM
SERVICE OF PROCESS MAY BE EFFECTIVE

In compliance with Section 607.0501 of the Florida
Statutes, the following is submitted:

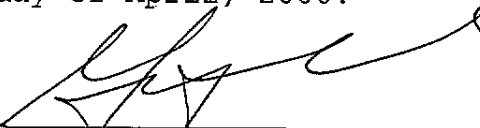
U.S.A. MARKETING AND CONSULTING GROUP, INC.

desiring to organize or qualify under the laws of the State of
Florida, with its principal place of business in the City of Miami,
County of Miami-Dade, State of Florida, has named GASTON R.
ALVAREZ, ESQ., located at 2701 Le Jeune Road, Ste. 407, Coral
Gables, County of Miami-Dade, State of Florida 33134, as its agent
to accept service of process within the State of Florida.

ACKNOWLEDGMENT

Having been named to accept service of process for the
above stated corporation, at the place designated in this
Certificate, I hereby agree to 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.

Dated this 5th day of April, 2000.


Resident and Registered Agent
Gaston R. Alvarez, Esq.

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00 APR - 5 AM 11:20
SECRETARY OF STATE
TALLAHASSEE FLORIDA