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To: Division of Corporations
Fax Number : (850) 922-4001

From: Account Name : KIPNIS TESCHER LIPPMAN & VALINSKY
Account Number : 072164000350
Phone : (954) 467-1964
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FLORIDA PROFIT CORPORATION OR P.A.

USA DiamondFind, Inc.

Certificate of Status	0
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5/24/2000

ARTICLES OF INCORPORATION
OF
USA DiamondFind, Inc.

The undersigned, a natural person competent to contract, does hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

ARTICLE I
CORPORATE NAME

The name of this Corporation shall be: USA DiamondFind, Inc.

ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the Corporation is Concorde Center II, 2999 NE 191st Street, Suite #403, Aventura, Florida 33180.

ARTICLE III
CAPITAL STOCK

The maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall be 22,000,000 which are to be divided into two classes as follows:

20,000,000 shares of common stock, par value \$.0001 per share; and
2,000,000 shares of preferred stock, par value \$.0001 per share.

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FAX AUDIT #H00000028409 1
Prepared By: Kipnis Tescher Lippman & Valinsky
100 NE 3rd Avenue, Suite 610
Fort Lauderdale, FL 33301
(954) 467-1964
Patricia Fox-Butler FL Bar No. 118613

ARTICLE IV
REGISTERED AGENT AND
INITIAL REGISTERED OFFICE IN FLORIDA

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Patricia Fox-Butler
100 Northeast 3rd Avenue, Suite 610
Ft. Lauderdale, FL 33301

ARTICLE V
INCORPORATOR

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

Patricia Fox-Butler
100 Northeast 3rd Avenue, Suite 610
Ft. Lauderdale, FL 33301

ARTICLE VI
INDEMNIFICATION

This Corporation shall indemnify any director, officer, employee or agent of the Corporation to the fullest extent permitted by Florida law.

ARTICLE VII
AFFILIATED TRANSACTIONS


This Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

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ARTICLE VIII
CONTROL SHARE ACQUISITIONS

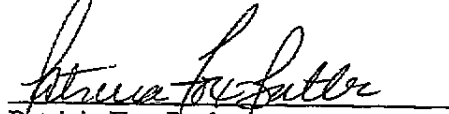
This Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

INCORPORATOR:


Patricia Fox-Butler

THE UNDERSIGNED, named as the registered agent in Article IV of these Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under, the Florida Business Corporation Act, including specifically Section 607.0505.

REGISTERED AGENT:


Patricia Fox-Butler

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