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Office Use Only

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

1. USAPHIL, INC. (Corporation Name) 200003353352--0 (Document #)
-08/11/00--01040--005
*****70.00 *****70.00
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

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

NEW FILINGS

- ☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

EFFECTIVE DATE

08-12-00

FILED
00 AUG 11 PM 12:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

8-17

Examiner's Initials

FILED

ARTICLES OF INCORPORATION

00 AUG 11 PM 12:19

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

USAPHIL, INC.

I, the undersigned incorporator, hereby make, subscribe, acknowledge and file with the Secretary of State of Florida, these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida, Chapter 607.

EFFECTIVE DATE

08-12-00

ARTICLE I

Name

The name of the corporation shall be **USAPHIL, INC.**

ARTICLE II

Nature of Business

The nature of the business to be transacted by this corporation is:

To engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE III
Capital Stock

The total number of shares of capital stock authorized to be issued by the corporation shall be one thousand (1,000) shares having no par value common. All stock when issued shall be non-assessable.

ARTICLE IV
Capital to Begin Business

The amount of capital with which this corporation will begin business will be Five Hundred and 00/100 Dollars (\$500.00).

ARTICLE V
Existence of Corporation

This corporation shall have perpetual existence.

ARTICLE VI
Beginning of Corporate Existence

The date corporate existence shall begin shall be August 12, 2000.

ARTICLE VII
Management by Stockholders

The business of this corporation shall be managed by its stockholders rather than a Board of Directors. In the management of the business of the corporation, the act of the stockholders representing a majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall be the act of the stockholders. Each stockholder shall be entitled to vote in person or by proxy, for each share of voting stock held by him. A majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall constitute a quorum at any meeting of the stockholders for the management of the corporation.

ARTICLE VIII

Principal Office

The initial street address of the principal office of this corporation shall be 4155 NW 13th Street, Gainesville, FL, 32609.

ARTICLE IX

Subscriber

The name and address of the subscriber to these Articles of Incorporation is:

MICHAEL A. POE
4155 NW 13th Street
Gainesville, Florida 32609

ARTICLE X
Registered Agent and Office

The name and address of the Registered Agent and Registered Office to accept service of process within the State is:

MICHAEL A. POE
4155 NW 13th Street
Gainesville, Florida 32609

ARTICLE XI
Amendments

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved at a Stockholders meeting by a majority of the stock entitled to vote.

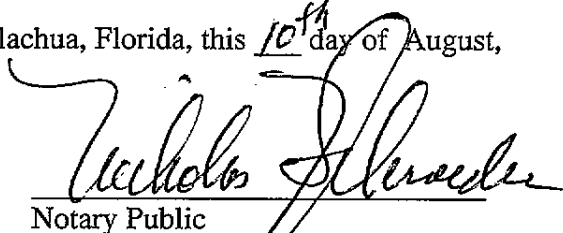
IN WITNESS WHEREOF, the undersigned, has executed these Articles of Incorporation for the uses and purposes therein stated this 10 day of August, 2000.

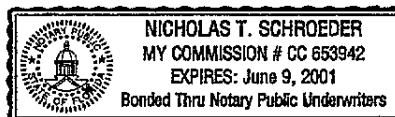

MICHAEL A. POE

STATE OF FLORIDA
COUNTY OF ALACHUA

Personally appeared before me, the undersigned authority, MICHAEL A. POE, being well known and did take an oath, acknowledged before me that he is party to the foregoing Articles of Incorporation, and further acknowledges the Articles of Incorporation to be his free act and deed as the Signer thereof, and that the facts stated therein are true.


WITNESS, my hand and official seal at Alachua, Florida, this 10th day of August, 2000.


Notary Public
My commission expires:




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

In compliance with Section 48.091, Florida Statutes, the following is submitted:
USAPHIL, INC, desiring to organize or qualify under the laws of the State of
Florida, with its principal place of business at 4155 NW 13th Street, Gainesville, FL,
32609, State of Florida, has named MICHAEL A. POE, located at 4155 NW 13th
Street, Gainesville, FL, 32609, as its agent to accept service of process within Florida.


MICHAEL A. POE,
President
Date: *aug 10 2000*

Having been named to accept service of process for the above stated corporation,
at the place designated in this certificate, I hereby agree to act in this capacity, and I
further agree to comply with the provisions of all statutes relative to the proper and
complete performance of my duties.


MICHAEL A. POE
Registered Agent
Date: *aug. 10, 2000*

FILED
00 AUG 11 PM 12:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA