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EXAMPLE 1.800-432-3028

ARTICLES OF INCORPORATION OF USA MONEY, CORP.

We, the undersigned, all of whom are of legal age, do hereby associate ourselves for the purpose of becoming a corporation under the laws of the State of Florida authorizing the formation of corporations.

ARTICLE I

The name of this corporation shall be:

USA MONEY, CORP

ARTICLE II

The purpose is to engage in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE III

It shall have the authority to issue 100 shares of stock, all of one class, with \$ 1.00 par value.

ARTICLE IV

The corporation shall begin with \$ 100.00 capital.

ARTICLE V

The period of its duration is perpetual.

ARTICLE VI

The address of its principal office is:
1865 Kennedy Causeway, Suite 10E
Miami Beach, Fl. 33141

Prepared by: Perez, Behar & Associates, PA. 13935 NW 1st Avenue Miami, FL. 33168 (305) 688-9694

ARTICLE VII

The number of directors constituting its initial Board of Directors is (1) whose name(s) and address(es) is (are):

Ana Maria Barrios 1865 Kennedy Causeway, Suite 10E Miami Beach, Fl. 33141 President

ARTICLE VIII

The name and address of the subscriber is:

Ana Maria Barrios 1865 Kennedy Causeway, Suite 10E Miami Beach, FL. 33141

ARTICLE IX

The registered agent and registered office for the corporation shall be:

PEREZ, BEHAR & ASSOCIATES, PA. 13935 NW 1st AVENUE MIAMI, FL. 33168

ARTICLE X

Shareholders shall be entitled to preemptive rights.

Ana Maria Barrios

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:

FIRST THAT USA MONEY, CORP. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF MIAMI, STATE OF FLORIDA HAS NAMED PEREZ, BEHAR & ASSOCIATES, PA. AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

Signature

Title: PRESIDENT

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.

Signature 2

RAMON PEREZ/ VICE-PRESIDENT PEREZ, BEHAR & ASSOCIATES,PA.

Date: 9-11-00