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FLORIDA PROFIT CORPORATION OR P.A.

USA FUNDING, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 22, 2001

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ARTICLES OF INCORPORATION

OF

USA FUNDING, INC.

The undersigned in order to form a Corporation for the purposes hereinafter stated, by and under the provisions of the Statutes of the State of Florida, does hereby subscribe to these Articles of Incorporation.

ARTICLE I - NAME

EFFECTIVE DATE
3-21-01

The name of this Corporation is: USA FUNDING, INC.

ARTICLE II - DURATION

This Corporation shall have perpetual existence, commencing on the date of execution of these Articles of Incorporation.

ARTICLE III - PURPOSES

This Corporation is organized for the following purposes:

- a. The general nature of the business to be transacted by the Corporation is to engage in any or all lawful activity and to institute and promote commercial, mercantile and industrial enterprises, and for the purposes of transacting any or all lawful business.
- b. To do all and everything necessary and proper for the accomplishment of any of the purpose or the attaining of any of the objects or the furtherance of any of the purposes enumerated in these Articles of Incorporation or any amendment thereof, necessary incidental to the protection and benefit of the Corporation.

PREPARED BY: ELOY A. FERNANDEZ
ELOY A. FERNANDEZ, ESQ.
780 N.W. LE JEUNE ROAD SUITE 632
MIAMI, FLORIDA 33126 FLORIDA
BAR NO. 232181
PHONE: (305) 448-1200

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ARTICLE IV - POWERS

This Corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

ARTICLE V - CAPITAL STOCK

This Corporation is authorized to issue 600 shares of \$10.00 EACH PAR VALUE, common stock, which shall be designated "COMMON SHARES".

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind of that which he/she already holds, shall have the right to purchase his/her pro rata share thereof, as nearly as may be done without issuance of fractional shares, at the price which it is offered to others.

ARTICLE VII- STREET ADDRESS OF THE CORPORATION'S INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT PRINCIPAL OFFICE.

The street address of the corporation's initial registered office and principal office is: 13851 NW 27th Avenue, Opalocka, Florida 33054 and the names of the initial registered agents of the corporation at that office are:

JOSE LUIS HIDALGO

ARTICLE VIII- INITIAL BOARD OF DIRECTORS

This Corporation shall have TWO Directors initially. The number of Directors may be either increased or diminished from time to time by the bylaws. The names and address of the initial

Directors of this Corporation until the first annual meeting of shareholders or until their successors are elected and qualified are:

NAME	ADDRESS
JOSE LUIS HIDALGO	230 Lakeview Drive, Apt 111, Weston, Florida 33026
ARVIN GONZALEZ	8382 SW 152 nd Avenue, Apt 20, Miami, Florida 33193

ARTICLE IX - INCORPORATORS


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


NAME	ADDRESS
JOSE LUIS HIDALGO	230 Lakeview Drive, Apt 111, Weston, Florida 33026
ARVIN GONZALEZ	8382 SW 152 nd Avenue, Apt 20, Miami, Florida 33193

ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this _____ day of March, 2001.



JOSE LUIS HIDALGO


ARVIN GONZALEZ

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STATE OF FLORIDA)
COUNTY OF MIAMI DADE)

BEFORE ME, the undersigned authority, personally appeared **JOSE LUIS HIDALGO**
ARVIN GONZALEZ who are the persons described in and who executed the foregoing
Articles of Incorporation as the Incorporators and they acknowledged to and before me that they
executed the same for the uses and purposes therein mentioned and set forth () who are
personally known to me or (✓) who produced FLORIDA DRIVER'S LICENSE
as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Miami in the said
County and State, this 21st day of March, 2001.

MY COMMISSION EXPIRES:



Eloy A. Fernandez
ELOY A. FERNANDEZ
NOTARY PUBLIC, STATE OF FLORIDA

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TALLAHASSEE, FLORIDA

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HAVING BEEN NAMED TO ACCEPT SERVICE OR PROCESS FOR: **USA FUNDING,**
INC., AT THE PLACE DESIGNATED IN THESE ARTICLES OF INCORPORATION, WE
HEREBY AGREE TO ACT IN THIS CAPACITY, AND WE FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE OF OUR DUTIES.

DATED THIS 21st DAY OF March, 2001.

Jose Luis Hidalgo
JOSE LUIS HIDALGO
REGISTERED AGENT

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