

LORRAINE F. REYNOLDS P.A.

CROWN PLAZA
6412 MELALEUCA LANE
GREENACRES, FL 33463-3807
561-966-1100 * FAX 561-966-3063
E-MAIL

MAY 4, 2001

SECRETARY OF STATE
DIVISION OF CORPORATIONS
THE CAPITAL
TALLAHASSEE, FL

000004213290--2
-05/11/01--01142--012
****122.50 *****78.75

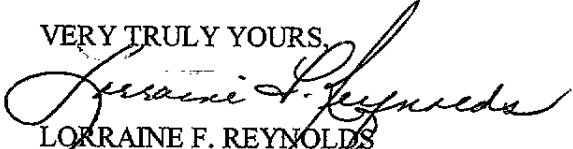
RE: UNITED SALES ASSETS RE-MARKETING CO., INC.

GENTLEMEN:

ATTACHED HERETO IS A CHECK FOR \$ 122.50 TO COVER THE REQUIRED FILING COSTS
FOR THE ABOVE MENTIONED CORPORATION.

THANK YOU FOR YOUR ATTENTION CONCERNING THIS MATTER.

VERY TRULY YOURS,


LORRAINE F. REYNOLDS
LORRAINE F. REYNOLDS P.A.

ATTACHMENTS: CHECK # 525 \$ 122.50

CC: UNITED SALES ASSETS RE-MARKETING CO., INC.

FILED
01 MAY 11 AM 9:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

G. BULLOCK MAY 17 2001

ARTICLES OF INCORPORATION

OF

UNITED SALES ASSETS RE-MARKETING CO., INC.

FILED
01 MAY 11 AM 9:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED SUBSCRIBER OF THESE ARTICLES OF INCORPORATION, A
NATURAL PERSON COMPETENT TO CONTRACT, DOES HEREBY FORM THIS
CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLES I: NAME

THE NAME OF THIS CORPORATION IS : UNITED SALES ASSETS RE-MARKETING
CO., INC.

ARTICLE II: PURPOSE / NATURE

THIS CORPORATION MAY ENGAGE IN ANY ACTIVITY OR BUSINESS PERMITTED
UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA.

THE NATURE OF THIS CORPORATION: PURCHASE & RESALE OF OFFICE
EQUIPMENT

ARTICLE III: CAPITAL STOCK

THIS CORPORATION IS AUTHORIZED TO ISSUE 1000 SHARES OF COMMON STOCK
VALUED AT ONE DOLLAR (\$ 1.00) PAR VALUE.

ARTICLE IV: PRE-EMPTIVE RIGHTS

EACH SHAREHOLDER, UPON 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 THE ISSUE OF FRACTIONAL
SHARES) AT THE PRICE WHICH IT IS OFFERED TO OTHERS.

ARTICLE V: REGISTERED AGENT

THE NAME AND STREET ADDRESS OF THE INITIAL REGISTERED AGENT OF THIS
CORPORATION IS:

LORRAINE F. REYNOLDS
6412 MELALEUCA LANE
GREENACRES, FL 33463-3807

ARTICLE VI: CORPORATION ADDRESS

THE INITIAL STREET ADDRESS OF THE PRINCIPAL OFFICE OF THIS CORPORATION IS:

6412 MELALEUCA LANE
GREENACRES, FL 33463

ARTICLE VII: BOARD OF DIRECTORS

THERE WILL BE NO BOARD OF DIRECTORS FOR THIS CORPORATION. THE CORPORATION WILL BE RUN BY ITS SHAREHOLDERS.

ARTICLE VIII: INCORPORATOR

THE NAME AND ADDRESS OF THE INDIVIDUAL SIGNING THESE ARTICLES OF INCORPORATION IS:

HARRY R. D'AMATO
6412 MELALEUCA LANE
GREENACRES, FL 33463

ARTICLE IX: BY LAWS

THE POWER TO ADOPT, ALTER, AMEND, OR REPEAL THE BY-LAWS SHALL BE VESTED IN THE SHAREHOLDERS.

ARTICLE X: RESTRICTION ON STOCK TRANSFER

SHARES HELD BY THE INITIAL SHAREHOLDER MAY NOT BE RESOLD OR OTHERWISE TRANSFERRED TO OTHER PERSONS UNLESS SUCH SHARES ARE FIRST OFFERED TO THIS CORPORATION. THE PRICE AND TERMS AT WHICH, AND THE TIME WITHIN SUCH SHARES MAY BE SOLD, SHALL BE FURTHER SPECIFIED BY WRITTEN AGREEMENT BETWEEN THE SHAREHOLDER AND THIS CORPORATION.

ARTICLE XI: INDEMNIFICATION

THE CORPORATION SHALL INDEMNIFY ANY OFFICER OF FORMER OFFICER TO THE FULL EXTENT PERMITTED BY LAW.

ARTICLE XII: AMENDMENT

THIS CORPORATION RESERVES THE RIGHT TO AMEND OR REPEAL ANY PROVISIONS CONTAINED IN THESE ARTICLES OF INCORPORATION OR ANY

OTHER AMENDMENT HERETO AND RIGHT CONFERRED UPON THE SHAREHOLDERS IS SUBJECT TO THIS RESERVATION.

ARTICLE XIII: INITIAL CAPITAL

THE AMOUNT OF CAPITAL WITH WHICH THIS CORPORATION WILL BEGIN BUSINESS IS ONE THOUSAND DOLLARS (\$ 1000.00).

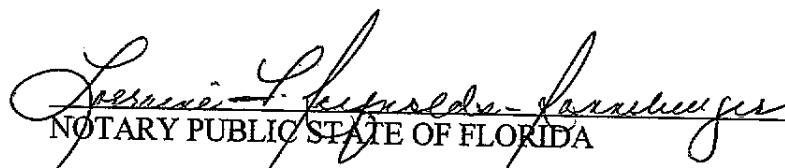
IN WITNESS WHEREOF, THE UNDERSIGNED HAS EXECUTED THESE ARTICLES OF INCORPORATION.


HARRY D'AMATO
4/27/01
DATE

STATE OF FLORIDA
COUNTY OF PALM BEACH:

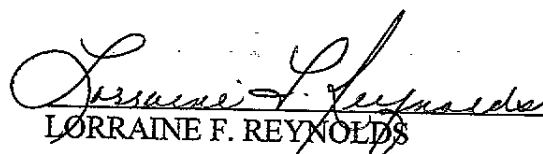
BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE ACKNOWLEDGMENTS IN THE STATE AND COUNTY SET FORTH ABOVE, PERSONALLY APPEARED THE NAMED INDIVIDUAL, SET FORTH AS THE SUBSCRIBER OF THESE ARTICLES OF INCORPORATION, WHO IS PERSONALLY KNOWN TO ME, AND KNOWN BY ME TO HAVE EXECUTED SAME.

IN WITNESS WHEREOF, I HAVE SET MY HAND, AND AFFIXED MY OFFICIAL SEAL IN THE STATE OF FLORIDA, COUNTY OF PALM BEACH THIS 27TH DAY OF APRIL, 2001.


NOTARY PUBLIC STATE OF FLORIDA
4/27/01

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

THE UNDERSIGNING, BEING APPOINTED AS REGISTERED AGENT OF UNITED SALES ASSETS RE-MARKETING CO., INC. ACCEPTS THE APPOINTMENT AS REGISTERED AGENT SIMULTANEOUSLY WITH BEING DESIGNATED AS SUCH REGISTERED AGENT.


LORRAINE F. REYNOLDS
4/27/01
DATE