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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305)599-0839
Fax Number : (305)716-0346

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FLORIDA PROFIT CORPORATION OR P.A.**U.S.A. PLUS CORP.**

Certificate of Status	0
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ARTICLES OF INCORPORATION

OF

U.S.A. PLUS, CORP.

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The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: U.S.A. PLUS, CORP.

The principal place of business of this corporation shall be: 2245 SW 4th Street
Miami, Fl. 33135

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: 1000 shares at \$ 1.00 par value

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

Carmen A. Pichardo, President.
2245 SW 4th Street
Miami, Fl. 33135

Rudy Espinosa
2245 SW 4th Street
Miami, Fl. 33135

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ARTICLE VI INCORPORATOR(S)

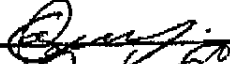

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

Carmen A. Pichardo
2245 SW 4th Street
Miami, Fl. 33135

Rudy Espinosa
2245 SW 4th Street
Miami, Fl. 33135

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 30th day of May, 2001

Signature(s) of Incorporator(s)

x  Carmen A. Pichardo, Pres.
x  Rudy Espinosa, VP

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: U.S.A. Plus, Corp.

2. The name and address of the registered agent and office is:

Carmen A. Pichardo. 2245 SW 4th Street.

(P.O. BOX NOT ACCEPTABLE)

Miami, FL. 3315

(CITY/STATE/ZIP)

SIGNATURE

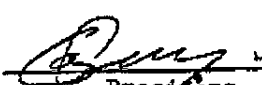

(corporate officer)

TITLE President

DATE May 30, 2001

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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE


President.

DATE May 30, 2001

REGISTERED AGENT FILING FEE:

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