

PO10000091355

State of Florida
Department of State

Division of Corporations

Tallahassee, Florida 32314

Subject: USA Employees Group, Inc.
Proposed corporate name

100004589221--2
-09/14/01--01080--006
*****88.00 *****87.50

100004589221--2
-09/14/01--01080--006

Enclosed is an original and one copy of the articles of incorporation and a
check for the filing fee; certificate of status; and certified copy of
certificate of status. \$88.00

From: USA Employees Group, Inc.

Registered Agent: James Evans

Address: 10048 NW 4th street
Fort Lauderdale, Florida 33024

Telephone: 305 490 53 57

Please note: USA Employees Group has provided:
One original
One (1) copy of Articles of Incorporation.

USA Employees Group requires copies:
(2) Certificate(s) of Status;
(2) Certified Copy(s) and Certified Certificate(s) of Status.

Mail to - 206 SE 2nd St.
DelRay Beach, Fl.
33444

Thank you,

James Evans
Registered Agent
USA Employees Group, Inc.
305 490 3537

FILED
2001 SEP 14 PM 12:49
SECRETARY OF STATE
TALLAHASSEE FLORIDA

9/18/01

**ARTICLES OF INCORPORATION
STATE OF FLORIDA**

FILED

2001 SEP 14 PM 12:49

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

SECRETARY OF STATE
TALLAHASSEE FLORIDA

Article I Name of Corporation:
USA Employees Group, Inc.

Article II Principal Location:

The principal place of business and mailing address of this corporation shall be:
206 SE 2nd Street
Delray Beach, Florida
33444
Tel : 561-276-6115
Fax: 561-276- 9331

Article III Principal Business

Any lawful business, including applications of 'Information Technology', 'Information Services', and Communications, Human Resources

Article IV Shares

The number of shares of stock that this corporation is authorized to have outstanding until otherwise adopted is: (1,000) **One Thousand shares NO PAR VALUE**

Article V Registered Agent:

The name and Florida Street address of the Registered Agent is:
James Evans
10048 NW 4th st.
Fort Lauderdale, Florida 33024
305 490 5357

Article VI Incorporator(s):

The name and address of the incorporator(s) of these Articles of Incorporation are:

1.	2.	3.
James A. Evans	Lamouse Valcena	Yuli Indahyati
10048 NW 4 th St.	10048 NW 4 th St.	10048 NW 4 th St.
Fort Lauderdale, Florida	Fort Lauderdale, Florida	Fort Lauderdale, Fl.
33324	33324	33324

Article VII Directors of USA Employees Group, Inc.

Chairman	Director	Director
James A. Evans	Ms Yuli Indhayati	Lamouse Valcena
10048 NW 4 th St.	10048 NW 4 th St.	10048 NW 4 th St.
Fort Lauderdale, Florida	Fort Lauderdale, Florida	Fort Lauderdale, Fl.
33024	33024	33024
305 490 5357	305 490 5357	305 490 5357

Article VIII Officers of USA Employees Group, Inc.
Chairman

James A. Evans
10048 NW 4th St.
Fort Lauderdale, Florida 33024
305 490 5357

President, Chief Executive Officer, Secretary

James A. Evans
10048 NW 4th St.
Fort Lauderdale, Florida 33024
305 490 5357

Vice President

Lamouse Valcena
10048 NW 4th St.
Fort Lauderdale, Florida 33024
305 490 5357

Treasurer

Lamouse Valcena
10048 NW 4th St.
Fort Lauderdale, Florida 33024
305 490 5357

Vice President

Yuli Indahyati
10048 NW 4th St.
Fort Lauderdale, Florida 33024
305 490 5357

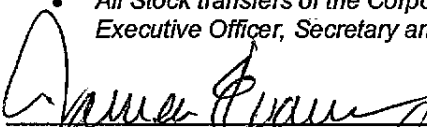
Article IX Stock Holders

Initial Stockholders of USA Employees Group, Inc.:

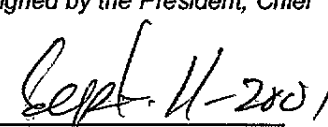
James A. Evans 10048 NW 4th St., Fort Lauderdale, FL 33324
Yuli Indahyati, 10048 NW 4th St., Fort Lauderdale, FL 33324
Lamouse Valcena 10048 NW 4th St., Fort Lauderdale, FL 33324

Article X Special Provisions

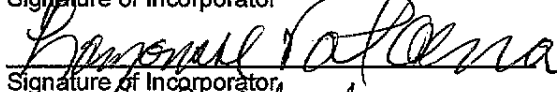
- No vote or action shall carry without approval of the Chairman, the President, the Chief Executive Officer, the Secretary and the Treasurer all unanimously concurring.
- The Chief Executive Officer shall be the only Officer authorized to endorse, or delegate authority to another to sign or endorse, documentation of any kind or nature on behalf of the corporation with the single exception as provided for Stock Transfers.
- All Stock transfers of the Corporation shall be signed by the President, Chief Executive Officer, Secretary and Treasurer.



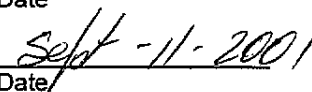
Signature of Incorporator




Date



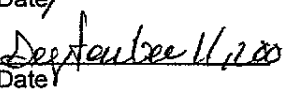
Signature of Incorporator



Date

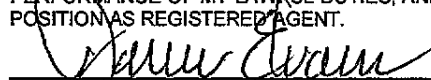


Signature of Incorporator




Date

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE. I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. FURTHER, I AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY LAWFUL DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



Signature of Registered Agent USA Employees Group, Inc.
James A. Evans



Date

FILED

2001 SEP 14 PM 12:49

SECRETARY OF STATE
TALLAHASSEE FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT / REGISTERED OFFICE**

To: State of Florida Secretary of State

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes,
The undersigned corporation, organized under the laws of the State of
Florida,

Submits the following statement in designating the registered office / and
registered agent, in the State of Florida:

1. The name of the corporation is: **USA Employees Group, Inc.**
2. The Name and address of the registered agent and his office is:

James Evans
10048 NW 4th Street
Fort Lauderdale, Florida 33024
305 490 53 57

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE
APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO
COMPLY WITH THE PROVISIONS OF ALL STATUTES AND LAWS RELATING TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF
MY POSITION AS REGISTERED AGENT.


Signature of Registered Agent


Date