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Florida Department of State
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To: Division of Corporations
Fax Number : (850)205-0381

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 JAN 16 AM 9:01

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FLORIDA PROFIT CORPORATION OR P.A.

American Marketing Company

Certificate of Status	0
Certified Copy	1
Page Count	04 <i>B</i>
Estimated Charge	\$78.75



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 16, 2002

EMPIRE

SUBJECT: AMERICAN MARKETING COMPANY
REF: W02000001274

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(4)

ARTICLES OF INCORPORATION
OF
USA Insurance Company

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a Profit Corporation under Chapter 607 of the Florida Statutes, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I

The name of this corporation shall be: USA Insurance Company

ARTICLE II

This corporation shall commence existence upon the date of filing with the Division of Corporations, state of Florida, and shall have perpetual existence.

ARTICLE III

The principal place of business of this corporation: 11255 SW 211ST.
MIAMI, FL 33189

ARTICLE IV

The general nature of business of this corporation is to transact any and all lawful business.

ARTICLE V

The aggregate number of shares which this corporation shall have authority to issue are 100 shares having an individual par value of \$ 1.00.

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

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ARTICLE VI

The name and street address of the initial Registered Agent of this corporation shall be: CLAUDIO E. DELGADO 83 W 22 ST #2 HIALEAH, FL 33010

ARTICLE VII

The name and address of the officers and initial board of director(s) shall be:

PRESIDENT/TREASURER

SECRETARY/DIRECTOR

CLAUDIO E. DELGADO

83 W 22ST #2

HIALEAH, FL 33010

VICE PRESIDENT

NAYVI VAZQUEZ

14420 SW 71 LANE

MIAMI, FL 33183

ARTICLE VIII

The name and address of the incorporator executing these Articles of Incorporation is:

**Empire Corporate Kit of America, Inc.
2444 N.W. 7TH PLACE
MIAMI, FL 33127**

The undersigned has executed these Articles of Incorporation this 14TH
day of JANUARY, 2002.



INCORPORATOR

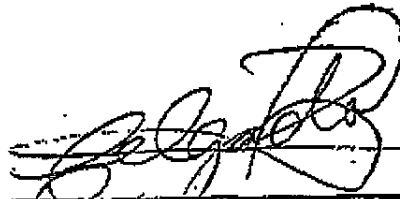
**Ray Stormont Signing for
Empire Corporate Kit of America, Inc.**

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

USA Insurance Company
(Name of Corporation)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, 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 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.



REGISTERED AGENT

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