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1/7/02

Division of Corporations
Department of State
P. O. 6327
Tallahassee, FL 32314

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-02/04/02--01086--005
*****70.00 *****70.00

Dear Sirs:

Enclosed please find Articles of Incorporation for **USA HOUSE
BUYER INC.** along with a check in the amount of \$70.00 for the
filing fee and designation of registered agent.

Also enclosed is a photocopy of the Articles. Please return this
to me with the filing date stamped on it.

Thank you.

Yours truly,

Judith K. Bellman

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 FEB -4 AM 9:23

2-8-02
WOC

ARTICLES OF INCORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 FEB -4 AM 9:23

1. The name of the corporation is:

USA HOUSE BUYER INC.

2. The principal place of business and mailing address of the corporation is:

4805 Country Oaks Blvd., Sarasota, FL 34243

3. The corporation shall have the authority to issue 1,000,000 shares of common stock, in one class only, each with a par value of \$1.00.

4. The registered agent of the corporation is Judith K Pittman and the registered address is 4805 Country Oaks Blvd., Sarasota, FL 34243

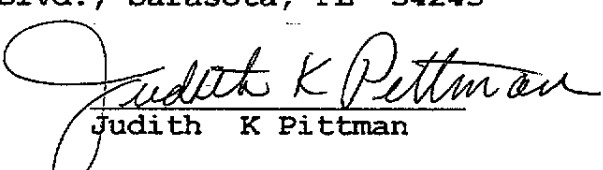
5. The initial Board of Directors shall have 2 member(s) whose name(s) and address(es) is/are as follows:

Scott R. Pittman 4805 Country Oaks Blvd., Sarasota, FL
Judith K Pittman 4805 Country Oaks Blvd., Sarasota, FL

The number of directors may be raised or lowered by amendment of the bylaws of the corporation but shall in no case be less than one.

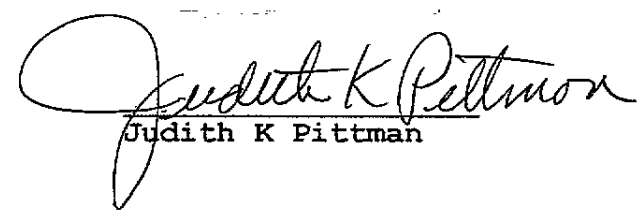
6. The incorporator of this corporation is Judith K Pittman whose address is 4805 Country Oaks Blvd., Sarasota, FL 34243

Dated Jan. 1, 2002


Judith K Pittman

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 relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

Dated Jan. 1, 2002


Judith K Pittman