

P02000036774

LAW OFFICES
STAN L. RISKIN, P.A.
8000 PETERS ROAD, SUITE A-200
PLANTATION, FLORIDA 33324

Telephone: 954-473-2200
Facsimile: 954-915-8900

STAN L. RISKIN
ATTORNEY AT LAW

MIAMI OFFICE
13899 BISCAYNE BLVD., STE 106
NORTH MIAMI BEACH, FL 33181
305-702-6465

March 28, 2002

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

900005176839--9
-03/29/02--01042--018
*****78.75. *****78.75

EFFECTIVE DATE
04-01-02

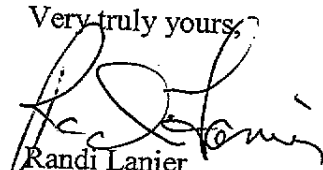
Re: eUSA Network, Inc.

Dear Sir/Madam:

Please find enclosed original and one copy of the Articles of Incorporation with regard to the above-referenced corporation. A check in the sum of \$78.75 is enclosed for filing.

After filing, please forward the certified copy of the Articles back to this office. Thank you for your cooperation in this regard.

Very truly yours,


Randi Lanier
Legal Assistant

/rl
Encl.

04-04-02 ✓

Articles Of Incorporation

Of

eUSA Network, Inc.

ARTICLE I

Corporate Name

The name of this Corporation is: eUSA Network, Inc.

ARTICLE II

Principal Office

The principal place of business and mailing address of this Corporation shall be:
1870 Michigan Avenue, # 700, Miami Beach, Florida 33139

ARTICLE III

Capital Stock

EFFECTIVE DATE
04-01-02

This Corporation is authorized to issue a maximum of **FIVE HUNDRED (500) Shares** of Stock. The Shares of Stock authorized shall be common stock having a par value of **ONE AND 00/100 (\$1.00) DOLLAR** per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV

Initial Registered Agent and Initial Registered Office

The Corporation's initial registered agent and registered office in the State of Florida shall be
STAN L. RISKIN, 13899 Biscayne Blvd., Suite 106, North Miami Beach, Florida 33181

ARTICLE V

Incorporator

The name and post office address of the Incorporator who executed these Articles of Incorporation is as follows:

STAN L. RISKIN, 13899 Biscayne Blvd., Suite 106, North Miami Beach, Florida 33181

ARTICLE VI

Amendments

This Corporation reserves the right to amend or appeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the Stockholders is subject to this reservation.

ARTICLE VII

Commencement Date

Corporate existence will commence on April 1, 2002.

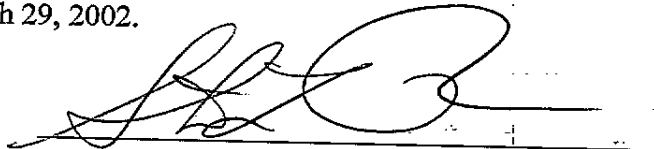
ARTICLE VIII

Corporate Purpose

This Corporation is being formed for the purpose of operating all businesses which a corporation may legally operate in the State of Florida.

The undersigned Incorporator for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true.

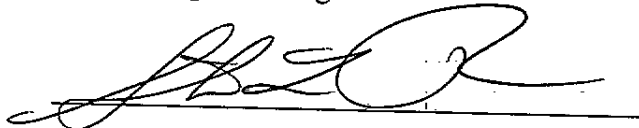
Dated and Signed on March 29, 2002.

A handwritten signature in black ink, appearing to read 'Stan L. Riskin', is written over a horizontal line.

STAN L. RISKIN

ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for **eUSA Network, Inc.**, 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 I am familiar with and accept the obligations of my position as Registered Agent.

A handwritten signature in black ink, appearing to read 'Stan L. Riskin', is written over a horizontal line.

STAN L. RISKIN

Registered Agent