

PO2000070748

USA DYNAMIC, INC.

c/o 2450 Hollywood Boulevard
Suite 100
Hollywood, Florida 33020

June 19, 2002

Secretary of State
Corporation Division
409 East Gaines Street
Tallahassee, Florida 32314

800006035328--3
-06/26/02--01016--001
*****78.75 *****78.75

Re: Incorporation of
USA DYNAMIC, INC.

Dear Sir/Madam:

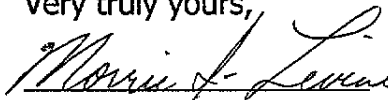
Enclosed herewith are the Articles of Incorporation for USA DYNAMIC, INC.,
Registered Agent's acceptance, and the undersigned's check in the amount of \$78.75.
Please file the Articles as follows:

Filing Fees:	\$ 35.00
Certified Copy:	\$ 8.75
Registered Agent Designation:	\$ <u>35.00</u>
Total	\$ 78.75

FILED
02 JUN 26 AM 8:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We thank you in advance for your prompt attention regarding this matter. If you
have any questions, please do not hesitate to contact the undersigned.

Very truly yours,



MORRIE I. LEVINE
Registered Agent
(954) 925-9000

gk6/27

ARTICLES OF INCORPORATION

-of-

USA DYNAMIC, INC.

(A Florida For-Profit Corporation)

FILED
02 JUN 26 AM 8:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WE THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the Laws of the State of Florida, by and under the provisions of the Statutes of the said State of Florida.

ARTICLE I

The name of this corporation shall be:

USA DYNAMIC, INC.

ARTICLE II

The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any time is FIVE HUNDRED (500) shares of common stock having a par value of ONE DOLLAR (\$1.00) per share.

ARTICLE IV

The amount of capital with which this corporation will begin business shall be the sum of not less than FIVE HUNDRED DOLLARS (\$500.00).

ARTICLE V

This Corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI

The initial street address of the principal office of the corporation shall be:

1406 N.W. 23rd Street
Miami, Florida 33142

ARTICLE VII

The number of Directors of this corporation shall be at least one (1) and no more than five (5).

ARTICLE VIII

The names and street addresses of the officers of the corporation are as follows:

Edward DePass
President and Secretary
1406 N.W. 23rd Street
Miami, Florida 33142

Winston Richards
Treasurer
5500 S.W. Palmetto Lakes Drive
Miami, Florida 33157

ARTICLE IX

The name and street address of the person signing these Articles of Incorporation as subscribed is as follows:

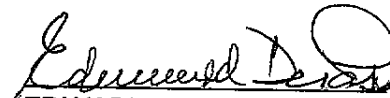
Edward DePass
1406 N.W. 23rd Street
Miami, Florida 33142

ARTICLE X

The existence of this corporation shall begin on the date the Articles of Incorporation are filed of record.

USA Dynamic, Inc.
Articles of Incorporation
Page Four

IN WITNESS WHEREOF, the undersigned, Edward DePass, a natural person, competent to contract, has hereunto set his hand and seal this 19th day of June, 2002.


EDWARD DEPASS

STATE OF FLORIDA)
) **S.S.**
COUNTY OF BROWARD)

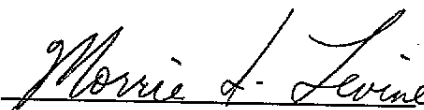
BEFORE ME, the undersigned Notary Public of the State of Florida personally appeared, EDWARD DEPASS, who executed the foregoing Articles of Incorporation and is to me known to be the person described therein or has produced a Florida Driver's License as identification and who took an oath.

WITNESS my hand and official seal this 19th day of June, 2002.

My Commission Expires:



Morrie I Levine
★ My Commission CC783255
Expires October 15, 2002



MORRIE I. LEVINE
NOTARY PUBLIC - STATE OF FLORIDA

**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**

FILED
02 JUN 26 AM 8:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Section 607.0501, the following is submitted in compliance with said Act:

That USA DYNAMIC, INC., desiring to organize under the Laws of the State of Florida with its principal office as indicated in the Articles of Incorporation, in the City of Miami, County of Dade, State of Florida, has named Morrie I. Levine, located at 2450 Hollywood Boulevard, Suite 100, Hollywood, Florida 33020, as its agent to accept services of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

By: Morrie I. Levine
Morrie I. Levine
Resident Agent