



P02000074013 CREDIT FIX USA

Credit Restoration Specialists
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8500 S.W. 8 Street, Suite 204
Miami, Florida 33144, U.S.A.

Ph. (305) 261-8000
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June 26, 2002

Florida Department of State
Secretary of State
Division of Corporation
409 East Gains Street
Tallahassee, FL 32399

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-06/17/02--01053--012
*****78.75 *****78.75

To Whom It May Concern:

Enclosed please finds the following documents:

1. Original Articles of Incorporation of USA TRANSFER AND SERVICES, INC.
This is a new name.
2. Copy of your letter dated on June 19, 2002. Ref. Number W02000017722.

If you have any question, please do not hesitate to call us at (305) 261-8000.

Truly yours,

OUR 8th
ANNIVERSARY

CREDIT FIX USA

FILED

02 JUL -8 PM 4:13

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 19, 2002

CREDIT FIX USA
8500 S.W. 8TH STREET, SUITE 204
MIAMI, FL 33144

SUBJECT: FLORIDA TRANSPORT & SERVICES, INC.
Ref. Number: W02000017722

We have received your document for FLORIDA TRANSPORT & SERVICES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6962.

Valerie Ingram
Document Specialist
New Filing Section

Letter Number: 802A00039682

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
of
USA TRANSFER AND SERVICES, INC.**

The undersigned person, acting as incorporator of a corporation organized under the laws of Florida, hereby adopt the following Articles of Incorporation:

**ARTICLE I
CORPORATE NAME**

The name of this corporation is: *USA TRANSFER AND SERVICES, INC.*

**ARTICLE II
SHARES**

The total number of shares which the corporation shall have authority to issue is 1000, shares of par value With a par value of \$ 1.00 per share.

**ARTICLE III
REGISTERED OFFICE AND AGENT**

The street address of the corporation's initial registered office and the name of its initial registered agent at such addresses is:

**HUGO ALVAREZ
13196 SW 10th LANE
MIAMI, FL 33184
MIAMI-DADE COUNTY**

THE PRINCIPAL ADDRESS IS THE SAME.

**ARTICLE IV
PURPOSE**

The purpose of the corporation is to engage in any lawful activity permitted by the laws of this state.

**ARTICLE V
DIRECTORS**

The names and residence addresses of the persons constituting the initial board of directors are:
HUGO ALVAREZ
13196 SW 10TH LANE
MIAMI, FL 33184
MIAMI-DADE COUNTY

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

**ARTICLE VI
LIABILITY OF DIRECTORS**

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

CERTIFICATION

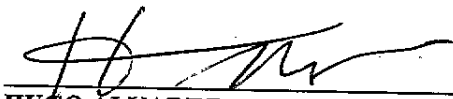
I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.



HUGO ALVAREZ
13196 SW 10TH LANE
MIAMI, FL 33184
MIAMI-DADE COUNTY

ACCEPTANCE OF REGISTER AGENT

The undersigned hereby accepts appointment as initial register agent of the above Corporation.



HUGO ALVAREZ