

# P02000086589

Secretary of State  
Division of Corporation  
P.O. Box 6327  
Tallahassee, Fl., 32314

Re: *US MONEY EXCHANGE, INC.*

GENTLEMEN:

Enclosed please find the original and one copy of Articles of Incorporation together with my money order in the amount of \$78.75.

This represents the cost of the Filing Fees.

Sincerely,

*Frederic Buzan*  
Frederic Buzan

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-08/09/02--01059--001  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re:

MAIL TO:

Frederic Buzan  
P.O. Box 271691  
Tampa, Fl., 33688

*(813) 417-3780*

FILED  
DIVISION OF STATE  
CORPORATIONS  
02 AUG -9 AM 8:31

*Frederic Buzan*  
GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT *Art. I*  
DATE *8-12-02*  
DOC. EXAM *WC*

*8-12-02*  
*WC*

FILED  
CLERK OF STATE  
OFFICE OF CORPORATIONS  
02 AUG -9 AM 8:31

ARTICLES OF INCORPORATION  
OF

US MONEY EXCHANGE, INC.

THE UNDERSIGNED, acting as incorporator of the US MONEY EXCHANGE LTD., INC., under Chapter 607 of the Florida Statutes, hereby adopts the following ARTICLES OF INCORPORATION for such Corporation:

ARTICLE I

NAME

The name of the Corporation shall be:

US MONEY EXCHANGE, INC.

ARTICLE II

DURATION

The duration of the corporation is perpetual.

ARTICLE III

GENERAL PURPOSES

The purpose of the corporation is to engage in any acts or activities for which a corporation may be organized under Chapter 607 of the Florida Statutes.

ARTICLE IV

SHARES

The aggregate number of shares which the corporation shall have authority to issue is One Hundred Thousand (100,000.) consisting of a single class of common stock, One Dollar (\$1.00) per value share.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The address of the initial and principal registered office of the corporation, which shall also be the principal office of the corporation is and the initial Registered Agent at said address is:

ELIZABETH I BRAGG  
3873 North Dale Blvd.  
Tampa, Florida 33624

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of the Corporation is one (1). The number of Directors may be increased or decreased from time to time, but in no event shall the number of Directors be less than one (1). The names and addresses of the persons who are to serve as initial Director until the first annual meeting of the share holders of the corporation or until such successor Directors are elected and shall qualify are as follows:

<u>NAME</u>	<u>ADDRESS</u>
ELIZABETH I. BRAGG	5425 Ripple Creek Dr. Tampa, Florida 33625

ARTICLE VII

PREEMPTIVE RIGHTS GRANTED

Each Shareholder of this Corporation shall be entitled to full preemptive rights for purchase of any unissued or treasury shares of the Corporation.

ARTICLE VIII

INCORPORATOR

The name and address of the Incorporator of the Corporation is:

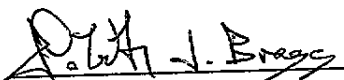
ELIZABETH I. BRAGG  
5425 Ripple Creek Dr.  
Tampa, Florida 33625

ARTICLE IX

AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these ARTICLES OF INCORPORATION, OR ANY AMENDMENT HERETO, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, these Articles have been signed by the undersigned this 8th Day of August 2002.


  
ELIZABETH I. BRAGG  
INCORPORATOR

ACCEPTANCE OF APPOINTMENT BY  
INITIAL RESIDENT AGENT

THE UNDERSIGNED, an individual resident of the State of Florida, having been named in Article V of the foregoing Articles of Incorporation as initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity.

THE UNDERSIGNED, hereby states that she is familiar with and hereby accepts the obligations set forth in Section 607.325, Florida Statutes, and THE UNDERSIGNED will further comply with any other provisions of law made applicable to her as Registered Agent of the Corporation.

Dated this 8th Day of August 2002

  
ELIZABETH I. BRAGG  
REGISTERED AGENT

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