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FLORIDA DEPARTMENT OF STATE Jim Smith Secretary of State

December 5, 2002

ANTHONY EARLY 7225 N AUGUSTA DRIVE MIAMI, FL 33015

SUBJECT: MAJOR ENTERPRISES CORPORATION

Ref. Number: W02000034232

We have received your document for MAJOR ENTERPRISES CORPORATION. However, the document has not been filed and is being returned for the following:

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.

The document number of the name conflict is P02000109201.

An effective date <u>may</u> be added to the Articles of Incorporation <u>if a 2003 date is needed</u>, otherwise the date of receipt will be the file date. <u>A separate article must be added to the Articles of Incorporation for the effective date.</u>

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) 245-6934.

Loria Poole Corporate Specialist New Filings Section

Letter Number: 202A00064723

ARTICLES OF INCORPORATION -OF-

MAJOR ENTERPRISES USA CORPORATION

THE UNDERSIGNED, in order to form a corporation for the purpose hereinafter stated, under and pursuant to the provisions of an act of the legislature of the State of Florida, passed as Chapter 60 Laws of Florida, effective January 1, 1976, do hereby subscribe to these Articles of incorporation.

ARTICLE 1

The name of the corporation shall be: MAJOR ENTERPRISES USA CORPORATION

ARTICLE 2

To engage in every aspect and phase of the business of: BUILDER/DEVELOPER/CONTRACTOR

To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, transfer, or otherwise dispose of , and to invest in, trade in, deal in and with, goods, wares, merchandise real and personal property and services, of every class, kind and description.

The foregoing shall be construed as independent business, and the enumeration of any specific business shall not restrict any other business of the corporation.

To do all and everything necessary, suitable, and proper for the accomplishment of the purpose or the attainment of any of the objects or furtherance of any of the powers hereinbefore set forth, either alone or in association with other corporations, trust, firms, or individuals and to do every other act or acts, thing or things incidental or appurtenant to or growing out of or connected with the aforesaid objects or purposes or any part or parts thereof, provided the same be not inconsistent with the laws under which the corporation is organized.

In general, to carry on any other lawful business whatsoever in connection with the foregoing, which is calculated directly or indirectly to promote the interest of the corporation or enhance the value of its properties.

Any meeting of the stockholders or directors may be held within or out of the State of Florida, at such place as the By-Laws of the Board of Directors may designate.

The corporation may keep the books of the corporation outside of the State of Florida, except as may otherwise be provided by law.

The corporation shall have full power and authority to enter into contracts or arrangements with any governmental authority, national, state, or municipal, local or otherwise, conductive to any of the purpose of this corporation.

Subject to the provisions of law, the corporation may purchase or otherwise acquire, hold and reissue the shares of it's capital stock.

The corporation may make by-laws not inconsistent with the constitution of Laws if the United States, or of this State, or with these articles of incorporation.

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

MAY BE SERVED

ANTHONY EARLY

In pursuance of chapter 48.091, Florida Statute, the following is submitted, in compliance with said act:

First that MAJOR ENTERPRISES USA CORPORATION

Desiring to organize under the laws of the State of Florida with it's principle office, as indicated in the articles of Incorporation of City of Ft. Lauderdale, County of Broward.

State of Florida has named: ANTHONY EARLY

Located at: 7225 N AUGUSTA DRIVE. MIAMI, FLORIDA. 33015

City of: MIAMI, County of DADE

State of Florida, as it's agent to accept service of process within this State.

ACKNOWLWEDGMENT:

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

Resident agent