

**Electronic Articles of Incorporation
For**

**P03000021357
FILED
February 21, 2003
Sec. Of State**

U.S. CAPITAL RESOURCE, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

U.S. CAPITAL RESOURCE, INC.

Article II

The principal place of business address:

4266 WOODS END RD.
100
BOCA RATON, FL. US 33487

The mailing address of the corporation is:

4266 WOODS END RD.
100
BOCA RATON, FL. US 33487

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

100

Article V

The name and Florida street address of the registered agent is:

U.S. CAPITAL FUNDING, LLC
4266 WOODS END
BOCA RATON, FL. 33487

I certify that I am familiar with and accept the responsibilities of registered agent.

P03000021357
FILED
February 21, 2003
Sec. Of State

Registered Agent Signature: EDWARD A. CARELLI

Article VI

The name and address of the incorporator is:

EDWARD A. CARELLI
4266 WOODS END RD.
SUITE 100
BOCA RATON, FL 33487

Incorporator Signature: EDWARD A. CARELLI