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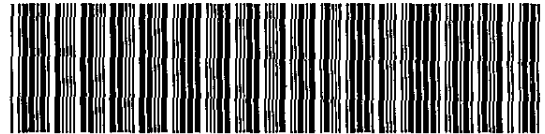
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TALLAHASSEE, FLORIDA

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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 279082 124904A

AUTHORIZATION : *Patricia Pizeto*

COST LIMIT : \$ 70.00

ORDER DATE : October 14, 2003

ORDER TIME : 11:56 AM

ORDER NO. : 279082-005

CUSTOMER NO: 124904A

CUSTOMER: John P. Miller  
John P. Miller, C.p.a., P.a.

2499 Glades Road, Suite 305a

Boca Raton, FL 33431

DOMESTIC FILING

NAME: U. S. CAPITAL MANAGEMENT, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP  
       ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 1156

EXAMINER'S INITIALS: \_\_\_\_\_

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

of

U. S. CAPITAL MANAGEMENT, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - CORPORATE NAME

The name of the corporation shall be:

U. S. CAPITAL MANAGEMENT, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

U. S. Capital Management, Inc.  
2641 N. E. 13<sup>th</sup> Ct.  
Pompano Beach, FL 33062

ARTICLE III - DURATION

This corporation shall exist perpetually unless dissolved by Florida Law.

ARTICLE IV - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

#### ARTICLE V - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

One Hundred (100) Shares of One Dollar (\$1.00)  
Par Value Common Stock.

#### ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial Registered Agent of this Corporation is:

John P. Miller  
2499 Glades Road, Suite 305A  
Boca Raton, FL 33431

#### ARTICLE VIII - INCORPORATOR

The name and address of the incorporator signing these Articles of Incorporation is as follows:

John P. Miller  
2499 Glades Road, Suite 305A  
Boca Raton, FL 33431

#### ARTICLE IX -- OFFICERS AND DIRECTORS

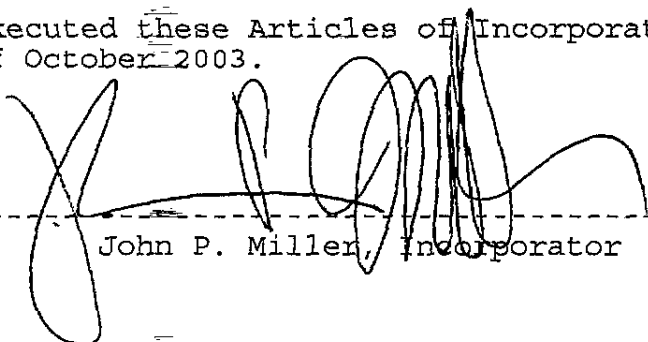
The name, address, and title of the initial one corporate officer is as follows:

Jason Todd Dean, President  
2641 N. E. 13<sup>th</sup> Ct.  
Pompano Beach, FL 33062

The name, address, and title of the initial one corporate director is as follows:

Jason Todd Dean, Director  
2641 N. E. 13<sup>th</sup> Ct.  
Pompano Beach, FL 33062

The undersigned has executed these Articles of Incorporation  
this thirteenth day of October 2003.



-----  
John P. Miller, Incorporator

CERTIFICATION OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is U. S. Capital Management, Inc.

2. The name and address of the registered agent and office is:

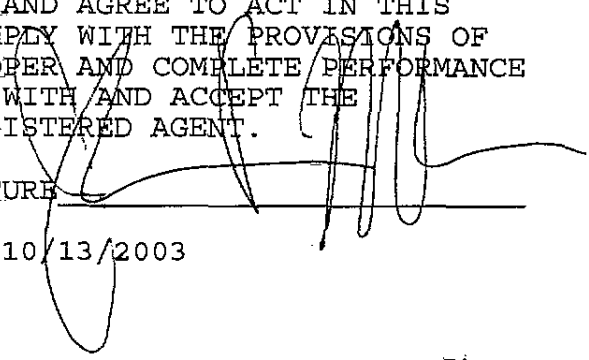
John P. Miller  
2499 Glades Road Suite 305A  
Boca Raton, FL 33431

SIGNATURE 

TITLE: Registered Agent

DATE: 10/13/2003

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE 

DATE: 10/13/2003

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