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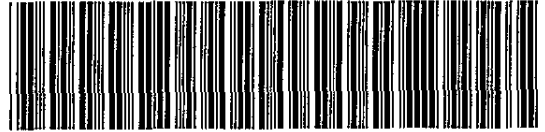
(Business Entity Name)

(Document Number)

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TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: "BUY DIRECT U.S.A." inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

\$70.00 Filing Fee
 \$78.75 Filing Fee & Certificate of Status

<input type="checkbox"/> \$78.75 Filing Fee & Certified Copy	<input checked="" type="checkbox"/> \$87.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED	

FROM: EUGENE E. HUBER
Name (Printed or typed)

107 Concord Drive, Suite D
Address

Casselberry, Florida 32707
City, State & Zip

321 / 207-0715
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

OF

"BUY DIRECT U.S.A." inc.

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under and by virtue of the Laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I

The name of this corporation shall be:

"BUY DIRECT U.S.A." inc.

ARTICLE II

The objects and purposes of the corporation and the general nature of the businesses to be transacted shall be as follows:

1. To manufacture, produce, purchase, or otherwise acquire, sell, import, export, distribute, and deal in goods, wares, merchandise and material of any kind and description, and act as forwarding agents to ship goods to any where in the world and as import agent to accept imports from anywhere in the world.
2. To engage in all other lawful businesses.
3. To make and enter into all contracts necessary and proper for the conduct of its business or businesses.
4. To borrow money of any person, firm or corporation, to issue bonds, debentures or obligations of this corporation from time to time for any of the objects or purposes of the corporation and to secure same by mortgage, pledge or by any other lawful means.
5. To have offices, conduct its business and promote its objects within or without the State of Florida, in other States, the District of Columbia, the territories and possessions of the United States, and in foreign countries without restriction as to place or amount.
6. To do any and all things necessary, suitable and proper for the accomplishment of any of the purposes or for the attainment of any of the objects or for the exercise of any of the powers herein

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 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

set forth, whether herein specified or not, either alone or in connection with other firms, individuals or corporations, whether in the State of Florida or throughout the United States, or elsewhere, and to do any other act or acts, things incidental or pertinent to or connected with the businesses hereinbefore described, or any part or parts thereof, if not inconsistent with the Laws of the State of Florida.

7. In general, this corporation shall have and exercise all powers conferred by the Laws of the State of Florida upon corporations for profit. It is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit restrict in any manner such general powers.

ARTICLE III

The corporation shall have perpetual existence.

ARTICLE IV

The address of the initial registered office of the corporation in the State of Florida shall be 840 Horizon Street, Deltona, Fla. 32725, and the name of its initial registered agent at such address shall be Tracy A. Whitten. The mailing address of the corporation shall be P.O. Box 520178, Longwood, Florida 32752-0178

ARTICLE V

The capital stock of the corporation shall consist of 1,000,000 shares of common stock with \$.01 par value each.

ARTICLE VI

The amount of capital with which the corporation shall begin business shall be not less than \$500.00.

ARTICLE VII

The business of the corporation shall be conducted by a Board of not less than three directors. The name and post office address of the first Board of Directors are as follows:

Eugene E. Huber

840 Horizon Street
Deltona, Florida 32725

Tracy A. Whitten

1450 Place Picardy
Winter Park, Florida 32789

Leonard F. Runyon

1581 Palm Ave.
Winter Park, Florida 32789

These directors shall hold office for the first year of existence of the corporation or until their successors are elected and have qualified.

ARTICLE VIII

The officers of the Corporation shall be: A president, one or more vice-presidents, secretary and treasurer. The number of vice presidents may be fixed and determined by the Board of Directors from time to time. Until the first meeting of the Board of Directors or until their successors are elected and have qualified the following shall be the officers of the corporation:

President	Eugene E. Huber
Vice President	Leonard F. Runyon jr.
Secretary)	
))	Tracy A. Whitten
Treasurer)	

ARTICLE IX

The name and address of each of the subscribers of the Articles of Incorporation is as follows:

Eugene E. Huber	840 Horizon Street Deltona, Fla. 32725
Leonard F. Runyon jr.	1581 Palm Ave. Winter Park, Florida 32789
Tracy A. Whitten	1450 Place Picardy Winter Park, Florida 32789

ARTICLE X

The annual meeting of the stockholders shall be held on the third Monday of January of each year, or at such other time as may be fixed by the By-Laws at which time the Board of Directors shall be elected and such other business as may properly come before the meeting may be considered and transacted.

The officers of the corporation shall be elected annually by the Board of Directors at a meeting of the Board to be held annually immediately following the annual stockholders' meeting.

The time, place and manner of calling meetings of the stockholders of directors shall be fixed by the By-Laws of the corporation. The Board of Directors may provide for the election of and prescribe the duties of such other officers and agents as the Board may deem advisable and proper, and may take such action not inconsistent with the Articles of Incorporation, and the

By-Laws of the corporation and the Laws of the State of Florida as such Board may deem advisable for the conduct of the business of the corporation.

The Board of Directors shall appoint a resident agent as required by the laws of Florida.

ARTICLE XI

The highest amount of liability to which this corporation can, at any time, subject itself, shall be unlimited.

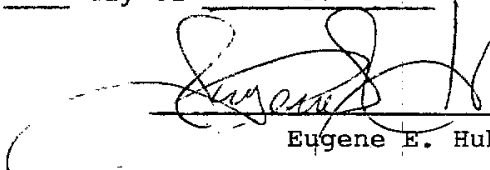
ARTICLE XII

A special meeting of the subscribers or their assigns shall be held, upon the call of the president, for the purpose of completing the organization of the corporation and the adoption of the By-Laws and the transaction of such other business as may be desired.

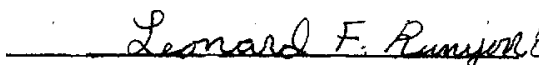
ARTICLE XIII

The corporation is organized pursuant to the applicable provisions of the Florida business Corporation Code.

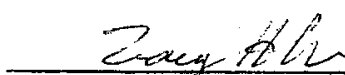
IN WITNESS WHEREOF, we have hereunto set our hands and seals at Deltona, Florida, this 6th. day of January, 2004



Eugene E. Huber



Leonard F. Runyon Jr.



Tracy A. Whitten
REGISTERED AGENT

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STATE OF FLORIDA
TALLAHASSEE, FLORIDA