

**Electronic Articles of Incorporation  
For**

P04000081322  
FILED  
May 20, 2004  
Sec. Of State  
thampton

USI INTERACTIVE, 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:

USI INTERACTIVE, INC.

**Article II**

The principal place of business address:

2594 WINDWOOD DRIVE  
CLEARWATER, FL. US 33763

The mailing address of the corporation is:

2594 WINDWOOD DRIVE  
CLEARWATER, FL. US 33763

**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:

7500

**Article V**

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

DENNIS D MCCAUGHEY  
2594 WINDWOOD DRIVE  
CLEARWATER, FL. 33763

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

**P04000081322**  
**FILED**  
**May 20, 2004**  
**Sec. Of State**  
**thampton**

Registered Agent Signature: DENNIS D. MCCAUGHEY

### **Article VI**

The name and address of the incorporator is:

CONSTANCE D'ANGELIS, ESQ.  
P.O. BOX 3433  
SARASOTA, FL  
34230

Incorporator Signature: CONSTANCE D'ANGELIS, ESQ.

### **Article VII**

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P,  
DENNIS D MCCAUGHEY  
2001 NOLAN DR.  
DUNEDIN, FL 34698

Title: V  
MICHAEL WILHITE  
PO BOX 932  
DUNEDIN, FL 34697

Title: CC  
CONSTANCE D'ANGELIS  
PO BOX 932  
DUNEDIN, FL 34697