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RONALO J. HODGKINSON  SSOO BEE KIEGE Rd, SUITE 105  SARASOTA, FL 34233  (Address)
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# ARTICLES OF INCORPORATION 3: 44

SECRETARY OF STATE TALLAHASSEE, FLORIDA

of
USA INVESTMENTS & INSURANCE ADVISORS, INC.

#### ARTICLE I. NAME AND ADDRESS

The name of this corporation is principal address of the corporation is principal address of the corporation is SARASOTA, FL. 34233

USA INVESTMENTS & INSURANCE ADVISORS, INC.

5500 BEE RIDGE RD. SUITE 105
SARASOTA, FL. 34233

#### ARTICLE II. COMMENCEMENT OF CORPORATE EXISTENCE

In accordance with Section 607.167 Florida Statutes, the date when corporate existence shall commence is the date of subscription and acknowledgment of these Articles of Incorporation.

#### ARTICLE III. DURATION

This corporation shall exist perpetually, commencing on the date of the subscription and acknowledgment of the Articles of Incorporation.

#### ARTICLE IV. PURPOSE

This corporation is organized for the purpose of the transaction of any lawful business.

#### ARTICLE V. CAPITAL STOCK

This corporation is authorized to issue one hundred (100) common shares of \$1.00 (dollars) par value capital stock.

### ARTICLE VI. PREEMPTIVE RIGHTS

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Every shareholder, upon the sale for cash by this corporation of any new capital stock of the same kind, class or series, as that which he or she already holds, shall have the preemptive right to purchase his or her pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

## ARTICLE VII. INITIAL REGISTERED OFFICE & AGENT

The street address of the initial registered agent of this corporation is 5500 BEE RIDGE RD. SUITE 105 SARASOTA, FL. 34233 The name of the initial registered agent for this corporation at that address is GABRIEL ALVARINO

#### ARTICLE VIII. MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under that authority of and the business and affairs of this corporation shall be managed under the direction of the shareholders of this corporation.

#### ARTICLE IX. INCORPORATOR

The name and address of the person signing these Articles of Incorporation is

RONALD J. HODGKINSON
5500 BEE RIDGE RD. SUITE 105
SARASOTA, FL. 34233

ARTICLE X. INDEMNIFICATION

This corporation shall indemnify any officer or any former officer, to the full extent as provided for by law.

## ARTICLE XI. AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto. Any rights conferred upon the shareholders are subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this  $^{19 TH}$  day of  $^{AUGUST}$ ,  $^{2005}$ 

RONALD HODGKINSON, PRESIDENT

#### ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE NAMED CORPORATION, AT THE PLACE DESIGNATED IN THESE ARTICLES OF INCORPORATION, I HEREBY ACCEPT TO ACT IN THIS CAPACITY AND AGREE TO COMPLY WITH THE PROVISIONS OF FLORIDA LAW RELATIVE TO KEEPING THIS OFFICE OPEN.

GABRIEL ALVARINO, REGISTERED AGENT