

**Electronic Articles of Incorporation
For**

P06000152449
FILED
December 12, 2006
Sec. Of State
clewis

U.S.ASSET MANAGEMENT CORP.

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.ASSET MANAGEMENT CORP.

Article II

The principal place of business address:

7636 BELLA VERDE WAY
DELRAY BEACH, FL. 33446

The mailing address of the corporation is:

7636 BELLA VERDE WAY
DELRAY BEACH, FL. 33446

Article III

The purpose for which this corporation is organized is:

ASSET MANAGEMENT, INVESTMENT ADVISORY AND OTHER FINANCIAL SERVICES.

Article IV

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

1,000

Article V

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

HY COHEN
7636 BELLA VERDE WAY
DELRAY BEACH, FL. 33446

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

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Registered Agent Signature: HY COHEN

Article VI

The name and address of the incorporator is:

HY COHEN
7636 BELLA VERDE WAY

DELRAY BEACH

Incorporator Signature: HY COHEN

Article VII

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

Title: P
HY COHEN
7636 BELLA VERDE WAY
DELRAY BEACH, FL. 33446

Article VIII

The effective date for this corporation shall be:

01/01/2007