

P07000064690

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(Address)

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FILED
2007 MAY 31 PM 1:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

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

SUBJECT: Re-domicile Wyoming Corporation to Florida

Enclosed is an original and one (1) copy of the Certificate of Domestication and a check for:

FEES:

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	<u>\$78.75</u>
Total to domesticate and file	\$128.75

OPTIONAL:

Certificate of Status	\$ 8.75
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FROM: James B. Pugh

Name (printed or typed)

4776 San Carlo Court

Address

Naples, Florida 34109

City, State & Zip

480-203-1462

Daytime Telephone Number

CERTIFICATE OF DOMESTICATION

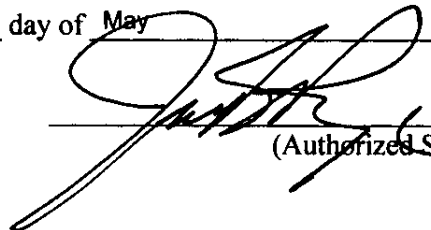
The undersigned, James Pugh, Chairman & CEO
(Name) (Title)
of USA Energy, Inc. a foreign corporation,
(Corporation Name)

in accordance with s. 607.1801, Florida Statutes, does hereby certify:

1. The date on which corporation was first formed was February 6, 2004.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was Wyoming.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was USA Energy, Inc.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this certificate is USA Energy, Inc.
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was Casper, Wyoming
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am CEO, of USA Energy, Inc.

and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this the 29th day of May, 2007.


(Authorized Signature)

Filing Fee:

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	\$78.75
Total to domesticate and file	\$128.75

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
IN COMPLIANCE WITH CHAPTER 607, F.S.

ARTICLE I NAME

THE NAME OF THE CORPORATION SHALL BE:

USA Energy, Inc.

ARTICLE II PRINCIPAL OFFICE

THE PRINCIPAL PLACE OF BUSINESS/ MAILING ADDRESS IS:

4776 San Carlo Court
Naples, Florida 34019

ARTICLE III PURPOSE

THE PURPOSE FOR WHICH THE CORPORATION IS ORGANIZED:

Any lawful business purpose.

ARTICLE IV SHARES

THE NUMBER OF SHARES OF STOCK IS:

500,000,000 Common Stock par value \$1.00
100,000,000 Preferred Stock par value \$1.00

ARTICLE V INITIAL DIRECTORS AND/ OR OFFICERS

THE NAME(S) AND ADDRESS(ES) AND SPECIFIC TITLES:

James B. Pugh, Chairman of the Board and CEO
Toracey Lea, Director and Secretary

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

THE NAME AND FLORIDA STREET ADDRESS (P.O. BOX NOT ACCEPTABLE) OF THE REGISTERED AGENT IS:

James B. Pugh
4776 San Carlo Court
Naples, Florida 34109

ARTICLE VII INCORPORATOR

THE NAME AND ADDRESS OF THE INCORPORATOR IS:

James B. Pugh
4776 San Carlo Court
Naples, Florida 34109

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 AM FAMILIAR WITH AND ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY.

Signature/Registered Agent

Date

Signature/Incorporator

Date

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TALLAHASSEE, FLORIDA