

**Electronic Articles of Incorporation  
For**

P07000118662  
FILED  
October 30, 2007  
Sec. Of State  
clewis

USA PROPERTIES & VENTURES, 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:

USA PROPERTIES & VENTURES, INC.

**Article II**

The principal place of business address:

2350 SW ALMINAR STREET  
PORT SAINT LUCIE, FL. 34953

The mailing address of the corporation is:

2350 SW ALMINAR STREET  
PORT SAINT LUCIE, FL. 34953

**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:

100

**Article V**

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

ARONOFF & YOUNG P.A.  
945 SW MARTIN DOWNS BLVD  
PALM CITY, FL. 34990

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

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Registered Agent Signature: DEREK M. ARONOFF

### **Article VI**

The name and address of the incorporator is:

GISSELLE DOVAL  
2350 SW ALMINAR STREET  
PORT SAINT LUCIE, FL34953

Incorporator Signature: GISSELLE DOVAL

### **Article VII**

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

Title: P  
GISSELLE DOVAL  
2350 SW ALMINAR STREET  
PORT SAINT LUCIE, FL. 34953

### **Article VIII**

The effective date for this corporation shall be:

11/01/2007