

Division of Corporations

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Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 617-8381

From: Account Name : ARES & COMPANY, C.P.A., P.A.
Account Number : 120000000268
Phone : (305) 229-8256
Fax Number : (305) 229-8252

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT/NON PROFIT CORPORATION

USA ELECTRONICS & COMPUTERS, CORP.

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850-617-6381 11/21/2007 11:18 PAGE 001/001 Florida Dept of State



November 21, 2007

FLORIDA DEPARTMENT OF STATE
Division of Corporations

ARES & COMPANY, C.P.A., P.A.

SUBJECT: USA ELECTRONICS & COMPUTERS, CORP.
REF: W07000057153

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The registered agent and street address must be consistent wherever it appears in your document.

An effective date may be added to the Articles of Incorporation if a 2008 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

Effective date should be the filing date.

If you have any further questions concerning your document, please call (850) 245-6973. *Thank*

Claretha Golden
Regulatory Specialist II
New Filing Section

FAX And #: H070000283728
Letter Number: 807A00066857

P.O. BOX 6327 - Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION
OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**USA ELECTRONICS & COMPUTERS,
CORP.**

THE UNDERSIGNED has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the law of the State of Florida.

ARTICLE I

The name of this corporation shall be:

USA ELECTRONICS & COMPUTERS, CORP.

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

The general nature of the business and objects and purpose proposed to be transacted and carried on by this corporation are to do any and all of the things, as fully and to the same extent as natural persons might do, viz:

PREPARED BY: ARES & COMPANY C.P.A., P.A.
3636 SW 87TH AVE.
MIAMI, FL 33165

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Transact any and all lawful business.

- (1) Said corporation shall further have powers:
To have perpetual succession by its corporate name.

**USA ELECTRONICS & COMPUTERS,
CORP.**

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is
the total sum of 100 shares, having an individual par value of US\$10.00.

Unless otherwise stated in these articles, or in an amendment to these articles, there
shall be only one (1) class of stock of this corporation.

ARTICLE V

The name and street address of the initial Registered Agent of this corporation shall
be:

NADUSKA RODRIGUEZ DE BAEZ
15001 SW 57TH STREET
MIAMI, FL. 33193

The principal office and mailing address shall be:

15001 SW 57TH STREET
MIAMI, FL. 33193

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ARTICLE VI

The initial Board of Directors shall be composed by THREE (3) persons, whose names and addresses are:

NADUSKA RODRIGUEZ DE BAEZ - PRESIDENT - 34% SHAREHOLDER
8535 SW 152ND AVE. APT. 201
MIAMI, FL. 33193

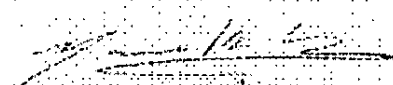
NELSON BAEZ MUNOZ - TREASURER - 33% SHAREHOLDER
8535 SW 152ND AVE. APT. 201
MIAMI, FL. 33193

TERESA L. MUNOZ - SECRETARY - 33% SHAREHOLDER
15001 SW 57TH ST.
MIAMI, FL. 33193

The name and address of the incorporator executing these Articles of Incorporation is:

NADUSKA RODRIGUEZ DE BAEZ
15001 SW 57TH STREET
MIAMI, FL. 333193

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 20TH day of November, 2007.


NADUSKA RODRIGUEZ DE BAEZ
INCORPORATOR / PRESIDENT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provision of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the law of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The Name of the Corporation is:

USA ELECTRONICS & COMPUTERS, CORP.

2. The name and address of the Registered Agent and office is:

NADUSKA RODRIGUEZ DE BAEZ
15001 SW 57TH STREET
MIAMI, FL 33193

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, THEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE: _____

NADUSKA RODRIGUEZ DE BAEZ

DATE: _____

11/20/2007

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