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1.7 2010

TRANSMITTAL LETTER

May 11, 2010

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

SUBJECT: USA COMMUNITY DISCOUNTS, INC.

Enclosed are three notarized (3) originals of the articles of incorporation for <u>USA COMMUNITY</u> <u>DISCOUNTS, INC.</u>

A check in the amount of \$87.50 made payable to the "Florida Department of State" is enclosed for the filing fee, certified copy & certificate. The effective date will be May 11, 2010.

FROM:

Carol A. Locke 875 Songbird Drive

Orange Park, Florida 32065

(904) 891-8659

ARTICLES OF INCORPORATION

OF

USA COMMUNITY DISCOUNTS, INC.

ARTICLE I: NAME

The name of the corporation shall be: USA COMMUNITY DISCOUNTS, INC.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 875 Songbird Drive, Orange Park, Florida, 32065.

ARTICLE III: EXISTENCE AND DURATION

This corporation shall exist perpetually commencing on May 11, 2010.

ARTICLE IV: PURPOSE

This corporation is organized with the general powers named in Chapter 607, Florida Statutes, currently in effect or as amended, to include but not limited to the right:

 To manufacture, construct, purchase or otherwise acquire and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with products, goods, wares, merchandise, real and personal property and services of every kind, class and description. ÷

2. To engage in any activity or business permitted under the laws of the United

States and of this State, as the same may be from time to time amended.

ARTICLE V: SHARES/CAPITAL STOCK

The aggregate number of authorized shares of stock this corporation is authorized to have outstanding at any one time is 100,000 shares of ONE CENT (\$0.01) par value common stock, which shall be designated "Common Shares".

ARTICLE VI: INITIAL REGISTERED AGENT AND STREET ADDRESS

The name of the initial registered agent is Carol A. Locke. The address of the initial registered agent is 875 Songbird Drive, Orange Park, Florida, 32065.

ARTICLE VII: INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) director initially. The number of directors may be either increased or decreased from time to time by the by-laws but shall never be less than one. The name and address of the initial director of the corporation is:

(1) Carol A. Locke, 875 Songbird Drive, Orange Park, Florida, 32065

ARTICLE VIII: INCORPORATOR

The name, signature, and street address of the incorporator to these Articles of Incorporation is <u>Carol</u>

A. Locke, 875 Songbird Drive, Orange Park, Florida 32065.

A. Locke, 875 Songbird Drive, Or	ange Park, Flori	da 32065.
IN WITNESS WHEREOF, the un	idersigned incorp	porator has executed these Articles of Incorporation this
	2010. l G. Lo	cke)
Carol A. Locke		•
STATE OF FLORIDA		
COUNTY OF DUVAL		
· · · · · · · · · · · · · · · · · · ·	A. Locke to me	ke acknowledgements in the State and County set forth and known by me to be the person who executed the
IN WITNESS WHEREOF, County aforesaid, this <u>11th</u>		set my hand and affixed by official seal, in the State and
	Dick	thright
	Notary Public -	State of Florida at Large
AMY L. KNIGHT MY COMMISSION # DD 707939	Address: _	COMPASS BANK 8430 BLANDING BLVD.
EXPIRES: August 22, 2011	My commission	JACKSONVILE, FL. 32244 expires:

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS 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 COMMUNITY DISCOUNTS, INC.
- 2. The name and address of the registered agent and office is:

Carol A. Locke 875 Songbird Drive Orange Park, Florida 32065

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 hereby 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.

Registered Agent

11 May 2010

Date