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DIVISION OF CORPORATIONS
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PS 1/17/12

JAMES A. SCHMIDT

ATTORNEY AT LAW

304 SOUTH PLANT AVENUE

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January 12, 2012

Sent by United Parcel Service

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

RE: Formation of USA Gold Buyers, Inc.

Dear Sir or Madame,

This letter and the enclosed original and one copy of the Articles of Incorporation and Designation of Registered Agent are provided in connection with the formation of the above captioned corporation. Also enclosed is check number 1087 in the amount of \$70.00 for the filing fee.

Please contact this office at (813) 250-3700 if we can be of any assistance.

Very truly yours,

JAMES A. SCHMIDT, P.A.



James A. Schmidt

Enclosures

ARTICLES OF INCORPORATION

12 JAN 13 PM 1:25

OF

USA GOLD BUYERS, INC.

Pursuant to the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, the undersigned incorporator of USA Gold Buyers, Inc., a Florida corporation (the "Corporation"), hereby adopts the following Articles of Incorporation for the Corporation:

ARTICLE I
NAME AND ADDRESS

The name of this Corporation is USA Gold Buyers, Inc.. The street and mailing address of the Corporation is 2101 N. Dale Mabry Highway, Tampa, Florida 33607.

ARTICLE II
BUSINESS AND ACTIVITIES

The general nature of the business to be transacted by this Corporation shall be to have and to exercise all powers conferred by the laws of Florida upon profit corporations, and to do any and all things herein set forth to the same extent as a natural person might or could do. The Corporation shall have perpetual existence, commencing upon the filing of these Articles of Incorporation.

ARTICLE III
CAPITAL STOCK

The Corporation is authorized to issue 10,000 shares of \$0.0001 par value common stock, which shall be designated Common Stock.

ARTICLE IV
INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent is James A. Schmidt. The street address of the initial registered office of this Corporation is 304 South Plant Avenue, Tampa, FL 33606.

ARTICLE V
INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time pursuant to the Bylaws, but shall never be less than one (1). The name and address of the initial director of this Corporation are:

<u>Name</u>	<u>Address</u>
David McIntyre	2101 N. Dale Mabry Hwy Tampa, FL 33607

ARTICLE VI
Incorporator

The name and address of the person signing these Articles are:

<u>Name</u>	<u>Address</u>
James A. Schmidt	304 South Plant Avenue Tampa, FL 33606

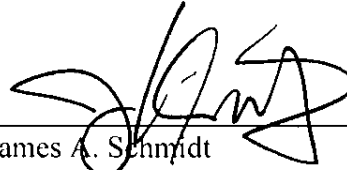
ARTICLE VII
Bylaws

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors of this Corporation.

ARTICLE VIII
Amendment

These Articles of Incorporation may be amended in the manner provided by law.

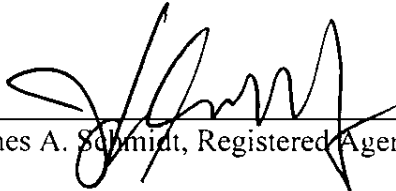
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation as of January 12, 2012.


James A. Schmidt
Incorporator

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ACKNOWLEDGEMENT OF REGISTERED AGENT

The undersigned, having been designated to accept services of process for USA Gold Buyers, Inc, at the place indicated in the foregoing Articles of Incorporation, does hereby accept the appointment as registered agent and does hereby acknowledge that the undersigned is familiar with and accepts the obligations of such position as set for in the Florida Business Corporation Act.


James A. Schmidt, Registered Agent

Dated: January 12, 2012

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