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LAW OFFICES

JOSEPH A. HUBERT

ATTORNEY AT LAW

CALIFORNIA FEDERAL TOWER - 820
2400 EAST COMMERCIAL BOULEVARD
FORT LAUDERDALE, FLORIDA 33308

JOSEPH A. HUBERT

TELEPHONE (305) 772 6111
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August 31, 1995

VIA FEDERAL EXPRESS

Corporate Records Bureau
Division of Corporations
Florida Department of State
409 E. Gaines Street
Tallahassee, FLA. 32399

000001576221
000001576221
****122.50 ****122.50

RE USFAC CORPORATION

Gentlemen:

Enclosed herewith please find an original and one (1) copy of the Certificate of Incorporation for the above named corporation. We ask that you file the original and return the certified copy to us stamped with the date of filing.

Also enclosed please find our Trust Account check in the sum of \$122.50, as follows:

Filing Fee	\$35.00
Certified Copy	52.50
Resident Agent	
Certificate	35.00
TOTAL	\$122.50

Thank you for your courtesy and kind attention to the above matters.

Very truly yours,

Joseph A. Hubert
JOSEPH A. HUBERT 92

JAH/ec
enclosures

SEP 7 1995 BSB

FILED
55 SEP -1 AM 9:24
TALLAHASSEE, FLORIDA

FILED

95 SEP -1 AM 9:24

CERTIFICATE OF INCORPORATION

OF

USFAC CORPORATION

I, the undersigned, hereby apply to become a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I.

The name of this Corporation shall be:

"USFAC CORPORATION"

ARTICLE II.

The principal place of business of the Corporation shall be situated at:

2400 E. COMMERCIAL BLVD. #820
FT. LAUDERDALE, FLA. 33308

ARTICLE III.

The nature of the business shall include any lawful act or activity for which corporation may be organized under the general corporation Law of Florida, and shall include the power to make political contributions.

ARTICLE IV.

The total authorized capital stock of this corporation shall be Five Hundred (500) shares of Common Stock, having a par value of One (\$1.00) Dollar per share, fully paid and non-assessable.

ARTICLE V.

The amount of capital with which this corporation shall commence business shall be not less than Five Hundred (\$500.00) Dollars.

ARTICLE VI.

This corporation shall have perpetual existence.

ARTICLE VII.

The business of this Corporation shall be conducted by a Board of Directors, which shall consist of not less than one (1), nor more than five (5) Directors.

ARTICLE VIII.

The names and addresses of the members of the first Board of Directors, who shall hold office from the organization of this Corporation to the first Annual Meeting thereof, or until their successors are elected and qualified are:

NAME

ADDRESS

JOSEPH A. HUBERT

2400 E. Commercial Blvd.
Ft. Lauderdale, FLA. 33308

ARTICLE IX.

The following persons shall hold office named until their

successors shall be regularly elected and qualified:

NAME

JOSEPH A. HUBERT
President/Secretary

ADDRESS

2400 E. Commercial Blvd.
Ft. Lauderdale, FLA. 33308

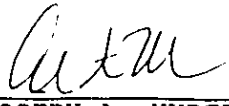
ARTICLE X.

The names and addresses of each subscriber and the
number of shares of stock which each agrees to take are:

JOSEPH A. HUBERT
2400 E. Commercial Blvd.
Ft. Lauderdale, FLA. 33308

Five Hundred
(500) Shares

IN WITNESS WHEREOF, I have hereunto set my hand and seal
at Fort Lauderdale, Broward County, Florida, this 31st
day of August, 1995.

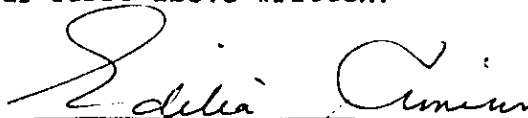


JOSEPH A. HUBERT

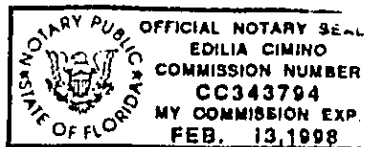
STATE OF FLORIDA]
]
COUNTY OF BROWARD]

I HEREBY CERTIFY THAT ON THIS 31st day of August, 1995, personally came and appeared before me, the undersigned authority, JOSEPH A. HUBERT to me known, and known to me to be the person(s) described in and who acknowledged to me that they executed the foregoing Certificate of Incorporation as their free and voluntary act and deed and for uses and purposes expressed therein.

IN WITNESS WHEREOF, I have hereunto set my hand and seal and the day and year first above written.



NOTARY PUBLIC/MY COMMISSION EXPIRES/SEAL




CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes,
the following is submitted, in compliance with said Act:

FIRST: That USFAC CORPORATION, desiring to
organize under the laws of the State of Florida, with its principal
office, as indicated in the Articles of Incorporation at the City
of FT. LAUDERDALE, County of Broward, State of Florida, has named
JOSEPH A. HUBERT, located at 2400 East Commercial Blvd., City of
Fort Lauderdale, County of Broward, State of Florida, as its agent
to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the
above Corporation, at place designated in this Certificate, I
hereby accept to act in this capacity, and agree to comply with the
provisions of said Act relative to keeping open said office.



RESIDENT AGENT