

P9600006518

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(((H96000000936))) ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: ANTHONY P. BERNARD
DEPARTMENT OF STATE 16201 SW 25TH AVE.
STATE OF FLORIDA #109
409 EAST GAINES STREET MIAMI FL 33157-000002-
TALLAHASSEE, FL 32399 CONTACT: ANTHONY BERNARD
FAX: (904) 922-4000 PHONE: (305) 251-4591
FAX: (305) 251-1975
(((H96000000936))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: U.S.A. 2001, INC.
FAX AUDIT NUMBER: H96000000936 CURRENT STATUS: REQUESTED
DATE REQUESTED: 01/19/1996 TIME REQUESTED: 11:16:58
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 3 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 071162000147
Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.
(((H96000000936)))

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95 JAN 22 PM 2:17
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TALLAHASSEE, FLORIDA

1/22

RECEIVED
95 JAN 22 PM 12:42
DIVISION OF CORPORATIONS

FAX AUDIT #: H96000000936

ARTICLES OF INCORPORATION
of

FILED
95 JUN 22 PM 2:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

U.S.A. 2001, INC.

(name of corporation)

THE UNDERSIGNED SUBSCRIBER(S) TO THESE ARTICLES OF INCORPORATION, NATURAL PERSON(S) COMPETENT TO CONTRACT, HEREBY FORM A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I - CORPORATE NAME

THE NAME OF THE CORPORATION IS: U.S.A. 2001, INC.

12465 S.W. 147 TERRACE, MIAMI FL 33186

ARTICLE II - DURATION

THIS CORPORATION SHALL EXIST PERPETUALLY UNLESS DISSOLVED ACCORDING TO FLORIDA LAW.

ARTICLE III - PURPOSE

THE CORPORATION IS ORGANIZED FOR THE PURPOSE OF ENGAGING IN ANY ACTIVITIES OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA.

ARTICLE IV - CAPITAL STOCK

THE CORPORATION IS AUTHORIZED TO ISSUE ONE THOUSAND SHARES (1000) OF ONE DOLLAR(S) (\$1.00) PAR VALUE COMMON STOCK, WHICH SHALL BE DESIGNATED "COMMON SHARES"

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

THE NAME AND STREET ADDRESS OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION IS:

NAME KISHA A. DYER

ADDRESS 12465 S.W. 147 TERRACE

CITY MIAMI STATE FLORIDA ZIP 33186

ARTICLE VI - 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 BY THE BY-LAWS, BUT SHALL NEVER BE LESS THAN ONE(1). THE NAMES AND ADDRESSES OF THE INITIAL DIRECTOR(S) OF THE CORPORATION ARE AS FOLLOWS:

NAME KISHA A. DYER (PRESIDENT/V.P./SECRETARY/TREASURER)

ADDRESS 12465 S.W. 147 TERRACE

CITY MIAMI STATE FLORIDA ZIP 33186

NAME

ADDRESS

CITY MIAMI STATE FLORIDA ZIP

NAME

ADDRESS

CITY STATE FLORIDA ZIP

PREPARED BY: ANTHONY BERNARD
16201 S.W. 95TH AVE. SUITE #109
MIAMI, FL. 33157
(305) 251-4591

FAX AUDIT #: H96000000936

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ARTICLE VII - INCORPORATORS

THE NAMES AND ADDRESSES OF THE PERSON(S) SIGNING THESE ARTICLES OF INCORPORATION ARE AS FOLLOWS:

NAME KISHA A. DYER (PRESIDENT/V.P./SECRETARY/TREASURER)

ADDRESS 12465 S.W. 147 TERRACE

CITY MIAMI STATE FLORIDA ZIP 33106

NAME _____

ADDRESS _____

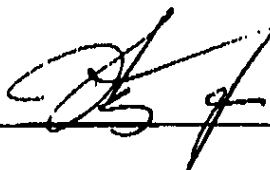
CITY _____ STATE FLORIDA ZIP _____

NAME _____

ADDRESS _____

CITY _____ STATE _____ ZIP _____

IN WITNESS WHEREOF, THE UNDERSIGNED SUBSCRIBER(S) HAVE EXECUTED THESE ARTICLES OF INCORPORATION THIS NINETEENTH DAY OF JANUARY 1996.

 _____ (Seal)

_____ (Seal)

_____ (Seal)

STATE OF FLORIDA

COUNTY OF DADE

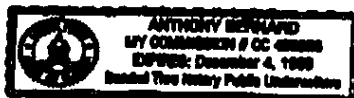
BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE ACKNOWLEDGEMENTS IN THE STATE AND COUNTY SET FORTH ABOVE, PERSONALLY APPEARED

KISHA A. DYER (PRESIDENT/V.P./SECRETARY/TREASURER)

KNOWN TO ME AND KNOWN TO BE THE PERSON(S) WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND WHO ACKNOWLEDGED BEFORE ME THAT SHE EXECUTED THESE ARTICLES OF INCORPORATION.

IN WITNESS WHEREOF, I HAVE HEREUNTO AFFIXED MY HAND AND SEAL, IN THE STATE AND COUNTY AFORESAID, THIS 19TH DAY OF JANUARY, 19 96.

(NOTARY SEAL)





(NOTARY PUBLIC, STATE OF FLORIDA AT LARGE)

FAX AUDIT #: H96000000936

MY COMMISSION EXPIRES:

FAX AUDIT #: H96000000936

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

**CERTIFICATE OF REGISTERED AGENT
OF**

U.S.A. 2001, INC.

(name of corporation)

PURSUANT TO FLORIDA STATUTES SECTIONS 48.091 AND 607.034, THE FOLLOWING SUBMITTED: THE ABOVE CORPORATION, DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS REGISTERED OFFICE AS INDICATED IN THE ARTICLES OF INCORPORATION

AT 12455 S.W. 147 TERRACE

MIAMI FLORIDA 33186

HAS NAMED KISHA A. DYER LOCATED AT THE AFORESAID ADDRESS, AS ITS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THIS STATE.

ACKNOWLEDGEMENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT TO ACT IN THIS CAPACITY, AND AGREE TO COMPLY WITH THE PROVISIONS OF FLORIDA LAW IN KEEPING OPEN SAID OFFICE.

(REGISTERED AGENT)

PREPARED BY:

ANTHONY BERNARD
16201 S.W. 95TH AVE. SUITE #109
MIAMI, FL. 33157
(305) 251-4591

FILED
95 JAN 22 PM 2:17
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TALLAHASSEE, FLORIDA

FAX AUDIT #: H96000000936

P96000006518

File Edit Services Special Terminal Emulation CONNECTED 01:05:50
(((H96000004189))) ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: ANTHONY P. BERNARD
DEPARTMENT OF STATE 16201 SW 95TH AVE.
STATE OF FLORIDA #109
409 EAST GAINES STREET MIAMI FL 33157-0000302-
TALLAHASSEE, FL 32399 CONTACT: ANTHONY BERNARD
FAX: (904) 922-4000 PHONE: (305) 251-4891
FAX: (305) 251-1975
(((H96000004189))) DOCUMENT TYPE: BASIC AMENDMENT
NAME: U.S.A. 2001, INC.
FAX AUDIT NUMBER: H96000004189 CURRENT STATUS: REQUESTED
DATE REQUESTED: 03/22/1996 TIME REQUESTED: 14:59:31
CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 3 METHOD OF DELIVERY: FAX
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(((H96000004189)))
11 MAR 27 1996 11:05 AM

Corporation - 26 ✓
Linda

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56 MAR 27 PM 2:13

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FILED
56 MAR 27 PM 5:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

March 26, 1996

U.S.A. 2001, INC.
12465 S.W. 147TH TERRACE
MIAMI, FL 33186

SUBJECT: U.S.A. 2001, INC.
REF: P96000006518

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6902.

Linda Stitt
Corporate Specialist

FAX Aud. #: H96000004189
Letter Number: 496A00013883

FAX AUDIT #: H96000004189

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

U.S.A. 2001, INC.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) amended, added or deleted)

ARTICLE # VI BOARD OF DIRECTORS

Delete : KISHA A DYER
(PRESIDENT/V.P./SECRETARY/TREASURER)

Add : KISHA A. DYER
(PRESIDENT/V.P.)

Add : THERESA DYER (SECRETARY/TREASURER)
12465 S.W. 147 TERRACE, MIAMI FL 33186

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

**PREPARED BY : ANTHONY BERNARD
16201 S.W. 95TH AVE. SUITE # 109
MIAMI , FL. 33157
(305) 251-4591**

AUDIT # : H96000004189

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96 MAR 27 PM 5:13
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TALLAHASSEE, FLORIDA

AUDIT # : H9C000004189

THIRD: The date of each amendment's adoption : MARCH 22ND
1996

FOURTH: Adoption of Amendment(s) (check one)

X The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

 The amendment(s) was/were approved by the shareholders through voting groups.

 the following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____."
(voting group)

 The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

 The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

PREPARED BY : ANTHONY BERNARD
16201 S.W. 95TH AVE SUITE # 109
MIAMI FL 33157.
(305) 251-4591

AUDIT # : H96000004189

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Signed this 22ND day of MARCH 1996

Signature _____

(By the Chairman or Vice Chairman of the Board of
Directors, President or other officer if adopted
by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

KISHA A. DYER

Typed or printed name

PRESIDENT

Title

PREPARED BY : ANTHONY BERNARD
16201 S.W. 95TH AVENUE SUITE # 109
MIAMI FL 33157
(305) 251-4591

AUDIT #: H96000004189