

P9600005629

TRANSMITTAL LETTER

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

400001911704  
-08/02/96--01058--0116  
\*\*\*\*122.50 \*\*\*\*122.50

SUBJECT: USA DIRECT CONSULTANTS CORP.  
(Proposed corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and  
a check for \$122.50

FROM: Louise Caron

Name (printed or typed)  
721 S.E. 17 Street, suite 200

Address  
Ft. Lauderdale, Fl. 33316

City, State, & Zip  
(954) 525-4480

Telephone Number

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FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

8-9-96

**ARTICLES OF INCORPORATION**  
**OF**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**USA DIRECT CONSULTANTS CORP.**

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

**ARTICLE I NAME**

The name of the corporation shall be:

USA DIRECT CONSULTANTS CORP.

**ARTICLE II PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

721 S.E. 17 Street  
suite 200  
Ft. Lauderdale, Fl. 33316

**ARTICLE III SHARES**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: Seven thousand five hundred (5,000) shares of common stock with a nominal par value of one (\$1.00) dollar each.

**ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is:

Louise Caron  
721 S.E. 17 Street, suite 200  
Ft. Lauderdale, Fl. 33316

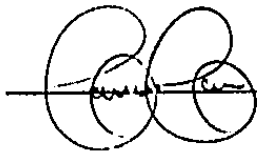
**ARTICLE V INCORPORATOR(S)**

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

Louise Caron  
721 S.E. 17 Street, suite 200  
Ft. Lauderdale, Fl. 33316

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this

— 31 day of July, 1996.



\_\_\_\_\_  
Signature

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Signature

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT- REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 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.

USA DIRECT CONSULTANTS CORP.

1. The name of the corporation is: \_\_\_\_\_

2. The name and address of the registered agent and office is:

Louise Caron

(name)

721, S.E. 17 Street, suite 200

(P.O.Box not applicable)

Ft. Lauderdale, Fl. 33316

(City, State, Zip)

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.

(Signature)

Signature