

AUG 13 '96 08:21 1ST ACCOUNTING GROUP

P.176

8/13/96

FLORIDA DIVISION OF CORPORATIONS

57 AM

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PUBLIC ACCOUNTING SYSTEM

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DEPARTMENT OF REVENUE

FROM: 1ST ACCOUNTING GROUP

STATE OF FLORIDA

7070 NW 12 ST

109 EAST GULF STREET

MIAMI FL 33128-1929

TALLAHASSEE, FL 32399

MIAMI FL 33128-1929

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: U.S. 2000, INC.

FAX AUDIT NUMBER: H96000011208

CURRENT STATUS: REQUESTED

DATE REQUESTED: 08/13/1996

TIME REQUESTED: 07:57:44

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*[Handwritten signature]*

DIVISION OF CORPORATIONS

96 AUG 13 AM 8:45

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ARTICLES OF INCORPORATION  
OF  
U.S. 2000, INC.

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96 AUG 13 PM 12:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - Name

The name of this corporation is U.S. 2000, Inc.

ARTICLE II - Nature of Business

This corporation may engage in any activity of business permitted under the laws of the United States of America and of this State.

ARTICLE III - Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is seven thousand five hundred (7,500) shares of common stock, each share having a par value of one dollar (\$ 1.00).

Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE IV - Term of Existence

This corporation shall have perpetual existence.

ARTICLE V - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 8323 Lake Dr., Suite M-306, Miami, FL 33166 and the name of the initial registered agent of this corporation at that address is Miriam Baldi.

DOCUMENT PREPARED BY:  
1st Accounting Group, Inc.  
7270 N.W. 12th St., Suite 340  
Miami, FL 33126-1928  
(305) 477-2234

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VI - Initial Board of Directors

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one. The names and addresses of the initial directors of this corporation are:

Adilson Goncalves  
8160 Geneva Ct., Apt. A-407  
Miami, FL 33166

Miriam Baldi  
8323 Lake Dr., Apt. M-306  
Miami, FL 33166

All of the said directors are of full age.

ARTICLE VII - Initial Officers

The names and addresses of the officers are as follows:

PRESIDENT: Adilson Goncalves  
8160 Geneva Ct., Apt. A-407  
Miami, FL 33166

TREASURER: Miriam Baldi  
8323 Lake Dr., Apt. M-306  
Miami, FL 33166

SECRETARY: Miriam Baldi  
8323 Lake Dr., Apt. M-306  
Miami, FL 33166

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ARTICLE VIII - Incorporator

The name and address of the person signing these articles is:

Miriam Baldi  
8323 Lake Dr., Apt. M-306  
Miami, FL 33166

ARTICLE IX - Distribution

The name and address of each stock subscriber, and the number of shares of stock which each agrees to take, and the sums subscribed to and paid are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARE</u>
Adilson Goncalves	8160 Geneva Ct. Apt. A-407 Miami, FL 33166	250 Shares \$250.00
Miriam Baldi	8323 Lake Dr. Apt. M-306 Miami, FL 33166	250 Shares \$250.00

ARTICLE X - Effective Date

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

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ARTICLE XI - Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLES XII - Principal Place of Business

The principal place of business or mailing address of this corporation is

8323 Lake Dr., Suite M-306  
Miami, FL 33166

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ARTICLE XIII - Register Agent Acceptance

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.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation  
this 12th day of August, 1996.

  
INCORPORATOR

  
REGISTERED AGENT

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96 AUG 13 PM 12:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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