Office Use Only CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): 1. (Corporation Name) (Document #) 2. (Corporation Name) (Document #) 3. (Corporation Name) (Document #) (Corporation Name) (Document #) Certified Copy □ Walk in Pick up time Certificate of Status Photocopy Mail out Will wait AMENDMENTS NEW FILINGS Profit Amendment NonProfit Resignation of R.A., Officer/ Director Limited Liability Change of Registered Agent Domestication Dissolution/Withdrawal Other Merger OTHER FILINGS REGISTRATION/ QUALIFICATION Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark Other

Examiner's Initials



ARTICLES OF INCORPORATION

OF

USA CONSULTING, INC.

(A Corporation for Profit)

These Articles of Incorporation are signed and delivered by the undersigned for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is:

USA CONSULTING, INC.

ARTICLE II. EXISTENCE

This Corporation shall exist perpetually.

ARTICLE III. GENERAL PURPOSES

The general purposes for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated pursuant to Chapter 607, Florida Statutes.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a nominal or par value of \$1.00 per share.

ARTICLE V. PRINCIPAL OFFICE

The principal office, if known, or the mailing address of the corporation is: 41 N.Ft.Harrison Ave. Clearwater, F134615

ARTICLE VI. REGISTERED OFFICE AND AGENT

The name and street address of the initial Registered Agent and office of this corporation is: SANDRO MUELLER
41 N.Ft.Harrison Ave.
Clearwater,Fl. 34615

ARTICLES VII. INCORPORATOR

The name (s) and address (es) of the incorporator(s) is/are:

Terry Yalcin, P.O.Box 15312, Clearwater, F1. 34629

Directors of the Corporation are: Heiko Bonner, President

Terry Yalcin, Secretary, Treasurer

The liability of the directors of the corporation for monetary
damages shall be eliminated to the fullest extend possible under
the laws of the State of Florida .

ARTICLE VIII. MANAGEMENT BY SHAREHOLDERS

This corporation shall not have more than 35 shareholders nor shall it have directors. The business affairs of the corporation and all the corporate powers shall be managed and exercised under the direction and authority of the shareholder.

ARTICLE IX. BY LAWS

The By-Laws, agreements, resolutions, and consents of this corporation as adopted by the shareholders shall govern all matters pertaining to the corporation not otherwise set forth in these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, this 26 day of FERRUARY, 19 9.

Incorporator

STATE OF FLORIDA COUNTY OF PINELLAS) The foregoing instrument was acknowledged before me by TERRY TYAlcia', on this 26 day of Francy, 1997, who is personally known to me or who produced Florida Dr. Vers 5 Licenst as identification, and who did not take an oath. Notary Public: PATRICIA L. CLARK My Commission Expires: MY COMMISSION # CC 573550 EXPIRES: July 30, 2000 Bonded Thru Notary Public Underwriters ACCEPTANCE BY REGISTERED AGENT Having been named as registered agent for: USA CONSULTING, INC. at the place designated in the foregoing articles, namely: USA CONSULTING, INC. 41 N. Ft. Harrison Ave. Clearwater, Fl 34615 I HEREBY AGREE to act in this capacity, and to comply with all FLORIDA Statutes relative to the performance of my duties. Dated this 264 day of tobrowy

Registered Agent