

P97000041454

April 21, 1997

Division of Corporations
State of Florida
P.O. Box 6327
Tallahassee, FL. 32314

900002166069--2
-05/05/97--01106--008
*****70.00 *****70.00

Re: Articles of Incorporation for INDEPENDENCE USA, INC.

Gentlemen;

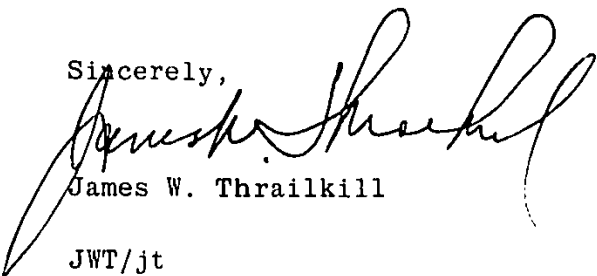
Please find enclosed the Articles of Incorporation for Independence USA, Inc. I do not need a certified copy of this incorporation. Per information from your department information line I have enclosed funds of Seventy Dollars (\$70.00) for filing this charter.

My mailing address for correspondence is:

James W. Thrailkill
P.O. Box 561606
Orlando, FL. 32856
(407) 839-8912

If you require any additional information concerning this application please contact me at the above address.

Sincerely,


James W. Thrailkill

JWT/jt
copy: files

Dmc
5/9/97

FILED
97 MAY -5 AM 11:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

97 MAY -5 AM 11:29

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PROPOSED CHARTER OF
INDEPENDENCE, USA, INC.

I, the undersigned person, hereby present myself for the purpose of forming a corporation under the laws of the State of Florida, and do hereby adopt the following as Articles of Incorporation, and make this application for charter in accordance with same.

ARTICLES OF INCORPORATION

ARTICLE I

The name of the corporation shall be INDEPENDENCE USA, INC.

ARTICLE II

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

To engage in every aspect and phase of business of real estate broker, construction, including but not limited to buy, sell, lease, sub-lease, rent, mortgage, exchange real and personal property

To represent buyers, sellers, owners and traders in all types of real estate and construction activities and transactions.

To purchase, or otherwise acquire, to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property and services of every class, kind, and description except it is not to conduct a banking, safe deposit, trust, surety, express, railroad, canal, telephone, telegraph or cementery company, a savings and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property, including franchises, patents, copy rights, trademarks and licenses, in the State of Florida.

To contract debts, borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

To purchase corporate assets of any other corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida, and while owner of such stock to exercise all the rights, powers and privileges, of ownership, including the right to vote such stock.

ARTICLE III

The maximum number of shares that the corporation is authorized to have outstanding at any time shall be one hundred (100) shares of common stock with a par value of One Dollar (\$1.00) per share.

ARTICLE IV

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE V

ARTICLE VI

The principal office of the corporation shall be located at
3433 South Westmoreland Drive, Orlando, Florida 32805.

ARTICLE VII

The number of directors of this corporation shall be one (1)
year or more.

ARTICLE VIII

The name and post office address of the first Board of Directors
who, subject to the provisions of the Certificate of Incorporation
and By-laws, shall hold office for the first year of the corporation
existence or until a successor or successors have been elected and
qualified, shall be:

<u>NAME</u>	<u>RESIDENCE ADDRESS</u>	<u>OFFICE</u>
James W. Thrailkill	3433 So. Westmoreland Drive Orlando, Florida 32805	President V. President Secretary/ Treasurer

ARTICLE IX

The name and post office address of the subscriber to the
Certificate of Incorporation and a statement of the number of shares
of stock which he agrees to take, is as follows:

<u>NAME</u>	<u>POST OFFICE ADDRESS</u>	<u>NUMBER OF SHARES</u>	<u>VALUE</u>
James W. Thrailkill	P.O. Box 561606 Orlando, FL. 32856-1606	100	\$100.00

FILED

I am hereby familiar with and accept the duties and responsibilities as Registered Agent for the corporation, SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JAMES W. THRAILKILL

Date

5-2-97

ARTICLE XI

These Articles of incorporation may be amended in the manners provided by law. Each Amendment shall be approved by the Board of Directors, proposed to them by 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 shall sign a statement manifesting their intention that amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned has hereunto set their hands and seals this 5-2-97.

JAMES W. THRAILKILL

State of Florida

County of Orange

The foregoing instrument was acknowledged before me this 2nd day of MAY, 1997 by JAMES W. Thrailkill who is personally known to me.

FL DL# T642 459 40 2520

(Notorial Seal)

Janet C. Albin
Notary Public, State of Florida

