

P97000067796

PREPARED BY

RETURN COPY TO:

KASIM CAGLAR
C/O U.S.A. MARKETING DIST, INC
101 N. OCEAN DR. KIOSK #1
HOLLYWOOD, FL. 33019

400002256034--6
-08/04/97--01045--005
*****70.00 *****70.00

ENCLOSED CHECK: \$70.00
FLA. SECRETARY OF STATE
DIVISION OF CORPORATIONS

400002256094--6
-08/04/97--01045--006
*****8.75 *****8.75

FLA - SEC OF STATE
CERTIFICATE OF CORPORATIONS
\$ 8.75

THANK YOU
1-954-927-6006

DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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J.H. - 8/6/97

ARTICLES OF INCORPORATION

We, the undersigned, as proper persons acting as incorporators of a corporation under the laws of the State of FLORIDA, adopt the following articles of incorporation:

FIRST The name of the corporation is: U.S.A. MARKETING DISTRIBUTORS, INC.

SECOND The period of its duration is: PERPETUAL

THIRD The purpose of the corporation is: PURCHASES + SALES WATCHES
SMALL ELECTRONIC APPLIANCES ETC

FOURTH The aggregate number of authorized shares is: 2,000

FIFTH The corporation will not commence business until at least 8/1/97

dollars have been received by it as consideration for the issuance of shares.

SIXTH Cumulative voting of shares of stock [is], (is not) authorized.

SEVENTH Provisions limiting or denying to shareholders the pre-emptive right to acquire additional or treasury shares of the corporation are: NONE

EIGHTH Provisions for regulating the internal affairs of the corporation
VOTING BY BOARD OF DIRECTORS

NINTH The address of the initial registered office of the corporation is: 100 NO. OCEAN DR. #1 HOLLYWOOD, FLA 33019 and the name of its initial registered agent at such address is: KASIM CAGLAR

TENTH Address of the principal place of business is: 101 NO. OCEAN DR
KIOSK #1 HOLLYWOOD, FLA 33019

ELEVENTH The number of directors constituting the initial board of directors of the

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corporation is ONE, and the names and address of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

Name	Address
<u>KASIM CAGLAR</u>	<u>101 NO. OCEAN DR Kiosk #2</u>
<u></u>	<u>HOLLYWOOD, FLA 33019</u>
<u></u>	<u></u>

TWELFTH The name and address of each incorporator is:

Name	Address	Kiosk #
<u>KASIM CAGLAR</u>	<u>101 NO. OCEAN DR</u>	<u>2</u>
<u></u>	<u>HOLLYWOOD, FLA</u>	
<u></u>	<u></u>	

Date:

CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 607.34 Florida Statutes, the following is submitted, in
compliance with said Act:

First that U.S.A. MARKETING DISTRIBUTIONS INC.
State of Florida with its principal office, as indicated in the articles of incorporation at City of
HOLLYWOOD, County of BROWARD, State of Florida, has named
KASIM CAGLAR, located at 101 NO. OCEAN DR
KIOSK #1 of the City of HOLLYWOOD,
County of BROWARD State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at place
designated in this certificate, I hereby accept to act in this capacity, and agree to comply with
the provision of said Act relative to keeping open said office.

By: Kasim Caglar

REGISTERED AGENT / INCORPORATOR

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