

P98000033505



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 771662 101134A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : April 7, 1998

ORDER TIME : 10:15 AM

ORDER NO. : 771662-005

CUSTOMER NO: 101134A

CUSTOMER: Jack A. Baxter, Jr., Esq
JACK ANDREW BAXTER, JR., ESQ

4530 North Federal Highway

Fort Lauderdale, FL 33308

FILED
98 APR -7 AM 10:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: U.S.A RIVERA, ~~INVESTMENTS, INC~~
Inc.

400002481094--3
-04/07/98--01049--017
****122.50 ****122.50

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Bryant

EXAMINER'S INITIALS:

254-
W98-7150

RECEIVED
98 APR -7 AM 11:28
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 10, 1998

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: RIVERA PROPERTIES, INC.
Ref. Number: W98000007750

RESUBMIT
Please give original
submission date as file date.

We have received your document for RIVERA PROPERTIES, INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 798A00019095

RECEIVED
98 APR 10 PM 2:37
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION

OF

U.S.A. RIVERA, INC.

A FLORIDA CORPORATION

FILED

98 APR -7 AM 10:10

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a Florida corporation ("Corporation") under the Florida General Corporation Act, Chapter 607 of the Florida Statutes, hereby causes to be delivered the following Articles of Incorporation for such Corporation:

ARTICLE I
NAME

The name of the Corporation is U.S.A. RIVERA, INC.

ARTICLE II
ADDRESS

The mailing address of the Corporation is:

2680 North Dixie Highway
Pompano Beach, FL 33064

ARTICLE III
COMMENCEMENT OF CORPORATE EXISTENCE

The corporate existence shall begin on the date these Articles of Incorporation are filed with the Department of State.

ARTICLE IV
PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE V
CAPITAL STOCK

The Corporation is authorized to issue One Thousand (1,000) shares of Common Stock having a par value of One Dollar (\$1.00) per share.

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 2680 North Dixie Highway, Pompano Beach, Florida 33064, and the name of the initial Registered Agent of the Corporation at that address is Alfredo Rivera.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

The Corporation shall initially have two director(s) to hold office until the first annual meeting of shareholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The name and address of the initial directors of the Corporation are as follows:

<u>Name</u>	<u>Address</u>
ALFREDO RIVERA	2680 North Dixie Highway Pompano Beach, FL 33064

ARTICLE VIII
INCORPORATOR

The names and addresses of the persons signing these Articles are as follows:

<u>Name</u>	<u>Address</u>
ALFREDO RIVERA	2680 North Dixie Highway Pompano Beach, FL 33064

ARTICLE IX
AMENDMENTS

The power to amend these Articles of Incorporation in accordance with law is reserved to the shareholders. Any right conferred upon any shareholder by these Articles of Incorporation is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 7th day of April, 1998.



ALFREDO RIVERA
Incorporator

FILED
98 APR -7 AM 10:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


STATE OF FLORIDA)

COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, authorized to make acknowledgments in the State and County set forth above, personally appeared ALFREDO RIVERA, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he/she acknowledged before me that he/she executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 7th day of April, 1998.

My Commission expires:



Notary Public

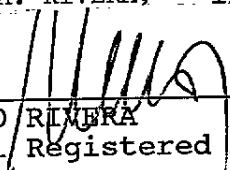


Jack A. Baxter, Jr.
MY COMMISSION # CC619548 EXPIRES
April 24, 2001
BONDED THRU TROY FAIR INSURANCE, INC.

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial Registered Agent of U.S.A. RIVERA, INC., as made in the foregoing Articles of Incorporation, and agree to act in such 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 the initial Registered Agent of U.S.A. RIVERA, INC.

Date: 4-7-98



ALFREDO RIVERA
Initial Registered Agent