

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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Phil. - USA International
Services, Inc.

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- Art of Inc. File _____
- LTD Partnership File _____
- Foreign Corp. File _____
- L.C. File _____
- Fictitious Name File _____
- Trade/Service Mark _____
- Merger File _____
- Art. of Amend. File _____
- RA Resignation _____
- Dissolution / Withdrawal _____
- Annual Report / Reinstatement _____
- Cert. Copy _____
- Photo Copy _____
- Certificate of Good Standing _____
- Certificate of Status _____
- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
- Fictitious Owner Search _____
- Vehicle Search _____
- Driving Record _____
- UCC 1 or 3 File _____
- UCC 11 Search _____
- UCC 11 Retrieval _____
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Signature _____

Requested by: LS 9/8/98 9:49
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

R. Purinton SEP 8 1998

ARTICLES OF INCORPORATION

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OF

PHIL.-USA INTERNATIONAL SERVICES, INC.

The undersigned, acting as the Incorporators of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I

NAME

The name of the corporation is PHIL.-USA INTERNATIONAL SERVICES, INC. The principal address of the corporation will be 297 NE 2nd Avenue, Miami, FL 33147.

ARTICLE II

DURATION

The period of duration of the corporation is perpetual.

ARTICLE III

PURPOSE

The purpose for which this corporation is organized is to transact any or all lawful business permitted under the laws of the State of Florida, and to do everything necessary, proper, advisable or convenient for the accomplishment of said purposes, and to all other things incidental to them or connected with them that are not forbidden by the Florida Corporation laws or by other law, or by these Articles of Incorporation, and to carry out the said purposes in any state, territory, district or possession of the United States or in any foreign country, to the extent that these purposes are not forbidden by the law of the state, territory, district, or possession of the United States, or by the foreign country.

ARTICLE IV

AUTHORIZED SHARES

The aggregate number of shares that the corporation shall have the authority to issue is 500 voting shares of par value Capital Stock at \$1.00 (one dollar) per share par value. The consideration to be paid or contributed to the corporation for each share of par value stock shall be determined by the Board of Directors.

There shall be but one class of Stock, which shall be voting, common stock, and there shall be no fractional shares issued.

ARTICLE V

REGISTERED AGENT

The post office address of the initial registered office of this corporation shall be at the office of

Vanessa S. Barcelona, Attorney at Law
6361 Presidential Ct. #A
Fort Myers, FL 33919

Having been named to accept service of process for the above state corporation, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping an office open.

Accepted: _____



Vanessa S. Barcelona

ARTICLE VI

DIRECTORS

There shall be Two directors initially who need not be residents of the State of Florida or shareholders of the corporation. There shall be no less than one Director and no more than three Directors as may be changed from time by action of two-thirds of the issued voting shares of the corporation.

ARTICLE VII

INITIAL DIRECTORS

The names and address of the persons who shall serve as Directors until the first annual meeting of shareholders, or until their successor(s) shall have been elected and qualified are as follows:

Name	Address
Isabelo Ulitin	1901 NW South River Drive, #58, Miami, FL 33125
Ms. Annie R. Nanowsky	297 NE 2nd Avenue, Miami, FL 33147

ARTICLE VIII

INCORPORATORS

The names and addresses of the incorporators are as follows:

Mr. Isabelo Ulitin
1901 NW S. River Drive, Apt. 58, Miami, FL 33125

Ms. Annie R. Nanowsky
297 NE 2nd Avenue, Miami, FL 33147

ARTICLE IX

OFFICERS

The names of the initial Officers of the corporation are as follows:

Mr. Isabelo Ulitin	President
Ms. Annie R. Nanowsky	Vice President
Ms. Margarita Hijosa	Secretary/Treasurer

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ARTICLE X
AMENDMENT

The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a stockholders meeting, with not less than a two-thirds cote of the issued voting shares of the corporation.

IN WITNESS WHEREOF, the undersigned has made and subscribed of these Articles of Incorporation at Miami, Florida, on the 3rd day of September 1998.

Isabelo Ulitin
Mr. Isabelo Ulitin

Annie R. Nanowsky
Ms. Annie R. Nanowsky

State of Florida

)SS:

County of Miami-Dade

BEFORE ME, the undersigned authority this day personally appeared, Mr. Isabelo Ulitin and Ms. Annie R. Nanowsky, who produced State of Florida Driver Licenses as identification and who, being by me duly sworn, says that they are the persons in the above titled cause; that they have read the foregoing Articles of Incorporation and have personal knowledge of the facts and matters therein set forth and alleged, and that they have executed the same freely and voluntarily for the purposes therein expressed.

Isabelo Ulitin
Isabelo Ulitin

Annie R. Nanowsky
Annie R. Nanowsky

Fla. Driver License: U435-418-55-248-0
exp 2001

Fla. Driver License: N520-016-38-708-0
exp 2000

SWORN AND SUBSCRIBED before me on this 3 day of Sep, 1998.

Pilar Rodriguez
Notary Public
State of Florida at Large

My Commission Expires:

