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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : MIT PRODUCTS AND SERVICE, INC
Account Number : 070402002741
Phone : (305) 871-0008
Fax Number : (305) 871-0550

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

USA INTERNATIONAL GROUP, INC.

Certificate of Status	1
Certified Copy	0
Page Count	04
Estimated Charge	\$78.75

11/5/98

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SECRETARY OF STATE,
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

USA INTERNATIONAL GROUP, INC.

The undersigned incorporator (s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

USA INTERNATIONAL GROUP, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

6595 N.W. 36TH STREET STE. 205-2
MIAMI, FLORIDA 33166

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any time is: 10000 SHARES, ONE DOLLAR PAR VALUE PER SHARE.

ARTICLE IV-PREEMPTIVE RIGHTS

Every stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which it already holds, shall have the right to purchase his pro rata share thereof, as nearly as may be done without issuance of fractional shares as the price at which it is offered to others.

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PREPARED BY: MIT PRODUCTS & SERVICE, INC.

8555 N.W. 36 ST. STE. 301
MIAMI, FL. 33166

PHONE 305 871-0008

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ARTICLE V-INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

ANARELYS ALONSO
14652 S.W. 170 STREET
MIAMI, FLORIDA 33177

ARTICLE VIINITIAL BOARD OF DIRECTOR(S)

This corporation shall have (2) (two) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The name(s) and address(es) of the initial director(s) on this corporation is (are):

ANARELYS ALONSO
14652 S.W. 170 STREET
MIAMI, FLORIDA 33177

GERMAN ALFONSO
1587 S.W. 116 AVENUE
PEMBROKE PINES, FLORIDA 33025

ARTICLE VIIOFFICER(S) AND SUBSCRIBER(S)

The officer(s) and subscriber(s) of this corporation is as follow:

ANARELYS ALONSO	PRESIDENT/DIRECTOR	5000 SHARES
GERMAN ALFONSO	VICE-PRESIDENT/DIRECTOR	5000 SHARES
	SECRETARY/TREASURER	

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ARTICLE VIII

INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

ANARELYS ALONSO
14652 S.W. 170 STREET
MIAMI, FLORIDA 33177

The undersigned has (have) executed these Articles of Incorporation this 04TH Day of NOVEMBER, 1998

A handwritten signature in black ink, appearing to read 'Anarelys Alonso', is written over the printed name and title.

ANARELYS ALONSO/INCORPORATOR
Signature/ Title

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, Submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: USA INTERNATIONAL GROUP, INC.

The name and address of the registered agent and office is:

ANARELYS ALONSO

(NAME)

14652 S.W. 170 STREET

(ADDRESS)

MIAMI, FLORIDA 33177

(CITY/STATE/ZIP)

SIGNATURE

TITLE

DATE November 04, 1998

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS 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 REGISTERED AGENT.

SIGNATURE

DATE November 04, 1998

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