

P99000002872



ACCOUNT NO. : 072100000032
REFERENCE : 094147 7173840
AUTHORIZATION : Patricia Pizut
COST LIMIT : \$ 70.00

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
99 JAN 11 PM 13:25

ORDER DATE : January 11, 1999
ORDER TIME : 10:51 AM
ORDER NO. : 094147-005
CUSTOMER NO: 7173840
CUSTOMER: Mr. William H. Barton
MR. WILLIAM H. BARTON
MR. WILLIAM H. BARTON
1370 Windy Ridge Court
Longwood, FL 32750

600002736796--4

DOMESTIC FILING

NAME: USFL, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds
EXAMINER'S INITIALS:

RECEIVED
99 JAN 11 PM 12:09
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 JAN 11 PM 3:25

ARTICLES OF INCORPORATION

OF

USFL, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

USFL, INC.

The address of the principal office of this corporation shall be 1370 Windy Ridge Court, Longwood, Florida 32750, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,500 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

John C. Burleigh Dir.	171 Hill Street, Casselberry, Florida 32707
William Barton Dir.	1370 Windy Ridge Court, Longwood, Florida 32750

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ARTICLE VII. INCORPORATOR

99 JAN 11 PM 3:25

The name and street address of the incorporator to these Articles of Incorporation:

The Company Corporation
1013 Centre Road
Wilmington, Delaware 19805

The undersigned incorporator has executed these Articles of Incorporation on January 11, 1999.

Deborah D. Skipper

It's Agent, Deborah D. Skipper
Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: Deborah D. Skipper
It's Agent, Deborah D. Skipper
Authorized Service Representative
Corporation Service Company

jkg