

USA HOME FUNDING CORP.

677 N. Washington Blvd., Sarasota, FL 34236 941-952-0076 Fax 941-957-3630

D99000009730
January 26, 1999

Division of Corporations:

Re. Articles of Incorporation

Enclosed is a check in the amount of seventy eight dollars and seventy five cents (\$78.75) to cover filing fee and cost to certify articles as per my instructions from your office.

Please mail certified articles to the address on this letterhead.

If additional information is required please call me at my home, 941-366-1564 or cell phone at 727-515-0649.

Thank you,

R. Muraski

Richard Muraski

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 28 PM 1:21

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-01/28/99-01049-019

*****78.75 *****78.75

Richard Muraski GAVE
AUTHORIZATION BY PHONE TO
CORRECT *Art. 7*
DATE *2/16/99*
DOC. EXAM *Doris Brown*

D. BROWN FEB - 1 1999

**ARTICLES OF INCORPORATION
OF
USA HOME FUNDING CORP.**

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We, the undersigned, have this day formed a corporation under and by virtue of the laws of the State of Florida and we do hereby state and certify:

First: That the name of the corporation shall be;

USA Home Funding Corp.

Second: That the location of the principal office of the corporation within the State of Florida shall be at 677 N. Washington, Sarasota, Florida 34236.

It is hereby expressly provided that other office or offices for the transaction of the business of the corporation may be maintained at such place or places, either within or without the State of Florida, as may from time to time be named and selected by it's Board of Directors, or may be provided in the By-laws of this corporation, and any and all business transacted by a Stockholders or Directors meeting of said corporation held outside of the State of Florida shall be as effectual for all purposes as said meetings were held at the principal office and place of business of said corporation within the State of Florida.

Third: That the total authorized capital stock of the corporation shall consist of one hundred million (100,000,000) shares, no par value, all of which are entitled to voting power.

Fourth: That the initial registered agent shall be Richard Muraski located at 771 John Ringling Blvd., Apt. F6, Sarasota, FL 34236.

Fifth: That the name and address of the incorporator to these Articles of Incorporation is:

Richard Muraski
771 John Ringling Blvd. Apt. F6
Sarasota, Florida 34236

Sixth: That the nature of the business and the objects and purposes proposed to be transacted, promoted or carried on by this corporation are as follows:

Generally to carry on any lawful business or businesses, and to engage in any and every line of activity and business enterprise which the Board of Directors may from time to time deem to be reasonably incident to any of the objects and purposes of this corporation, or which may be calculated, directly or indirectly, to enhance the value of it's property, and to carry on any and all of it's business and other operations in any City, County, State, Province, territory or place in the world; and to establish head and branch offices and places of business wherever it may deem advisable; and to do all of the matter and things hereinafter set forth to the extent that natural persons might or could do, either as persons agents, contractors, trustees or otherwise, alone or in the company of others.

Seventh: The members of the governing board shall be styled "Directors" and the number of such Directors shall be three (3). The Board of Directors, or the Stockholders, at any regular meeting or special meeting called for that purpose, by resolution may increase the number of members on the Board of Directors as deemed advisable, provided that the number may not be less than three (3) nor be increased to more than eleven (11).

Eighth: The private property of the Stockholders of this corporation shall be, and is hereby made, forever exempt from the debts of the corporation.

Ninth: This corporation through it's By-laws, shall have power and authority to make such provisions as may from time to time be deemed necessary or advisable for the promotion of the interest of this corporation, and the corporation may through it's By-laws, confer such powers, privileges, authorities and duties upon it's Board of Directors as it may deem necessary or advisable, or upon an executive business or other committees, and this corporation and it's Board of Directors shall and may exercise all rights, power and privileges of whatsoever kind of nature, whether specifically provided herein or not, which may now or hereafter be conferred upon similar corporations organized under and by virtue of the laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 26th, day of January, 1999

Richard Muraski

R. Muraski
Incorporator

1-26-99
Date

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.

R. Muraski
Registered Agent

1-26-99
Date

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