P9900017502

TRANSMITTAL LETTER

Department of State Division of Corporations 409 E. Gaines Street Tallahassee, FL 32399

000002782740--1 -02/22/99--01080--005 *****70.00 *****70.00

SUBJECT: USA COMMUNICATIONS, INC.

(Proposed corporate name)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for:

X \$70.00 Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
| Filing Fee
| Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

FROM:

AAA CORPORATE SERVICES, INC.

4262 Northlake Blvd.

Suite 1231

Palm Beach Gardens, FL 33410

Tel: (561) 626-7600 Fax: (561) 776-2266 99 FEB 22 AM 8: 54

ARTICLES OF INCORPORATION

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

<u>ARTICLE I - NAME</u>

The name of the corporation shall be: USA COMMUNICATIONS, INC.

99 FEB 22 M 8:5

ARTICLE II - PRINCIPAL OFFICE

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

3900 NE 18th Avenue, #34 Oakland Park, FL 33334

ARTICLE III - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,000 shares of common stock, with no par value.

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Legalmark Corporation 4262 Northlake Blvd. Suite 1231 Palm Beach Gardens, FL 33410

ARTICLE V - INITIAL DIRECTOR(S)

The names and addresses of the initial members of the corporation's Board of Directors are:

Yolanda Foy 3900 NE 18th Avenue, #34 Oakland Park, FL 33334

ARTICLE VI - INCORPORATOR

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

BIZCORP INTERNATIONAL INC. 292 S. County Road Suite 500 Palm Beach, FL 33480

The undersigned incorporator has executed these Articles of Incorporation this <u>17th</u> day of <u>February</u>, 1999.

BIZCORP INTERNATIONAL INC.

Stephen Levy

(President)

CERTIFICATE OF DESIGNATION OF 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 COMMUNICATIONS, INC.
- 2. The name and address of the registered agent and office is:

LEGALMARK CORPORATION 4262 Northlake Blvd. Suite 1231 Palm Beach Gardens, FL 33410 99 FFB 22 M 8: 54

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.

LEGALMARK CORPORATION

Stephen Levy (President) February 17, 1999

(Date)