

## TRANSMITTAL LETTER

P99000036076 ORIGINAL

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

200002844102--B  
-04/19/99--01120--009  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: ASSET MANAGEMENT USA, CORP.  
(Proposed corporate name - must include suffix)

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

☐ \$70.00 Filing Fee  
☒ \$78.75 Filing Fee & Certificate of Status

☐ \$78.75 Filing Fee & Certified Copy  
☐ \$87.50 Filing Fee, Certified Copy & Certificate of Status  
ADDITIONAL COPY REQUIRED

FROM: ANDREW K. MASON  
Name (Printed or typed)  
5029 MUELLER'S LANE  
Address  
SAFETY HARBOR, FL 34695  
City, State & Zip  
727-725-3245  
Daytime Telephone number

Andrew Mason GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT Delete DBA  
DATE 4-21-99  
DOC. EXAM BK

NOTE: Please provide the original and one copy of the articles

FILED  
99 APR 19 AM 7:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. REGISTER APR 21 1999

**ARTICLES OF INCORPORATION**  
**ASSET MANAGEMENT USA CORPORATION**

**FILED**  
99 APR 19 AM 7:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE ONE**

The name of the Corporation is Asset Management USA, Corporation.

**ARTICLE TWO**

The Corporation's period of duration is perpetual.

**ARTICLE THREE**

The purpose for which the Corporation is organized is the transaction of any and all lawful business for which a corporation may be incorporated under the Florida Business Corporation Act.

**ARTICLE FOUR**

The aggregate number of shares, which the Corporation shall have authority to issue, is One Million (1,000,000). The shares shall have no par value. The shares shall be designated as common stock, and shall have identical voting rights, privileges and powers, except that cumulative voting as permitted by the Florida Business Corporation Act is hereby expressly prohibited in all elections of every kind and character, and in all voting upon any issues where the same, under any circumstances and in the absence of this prohibition, might otherwise be permissible.

**ARTICLE FIVE**

The Corporation shall not commence business until it has received consideration equal to or exceeding the value of \$1,000.00 consisting of money, labor done, or property actually received, for the issuance of its shares.

**ARTICLE SIX**

The street address of its initial Principal Office and Registered Office, and the name of its initial Registered Agent at this address is as follows:

Andrew M. Mason,

5029 Muellers Ln

Safety Harbor, FL 34695-4819

**ARTICLE SEVEN**

The Mailing address is:

Andrew Mason  
P.O. Box 15132  
Clearwater, Florida 33766-5132

**ARTICLE EIGHT**

The number of initial Directors is One (1). The names and addresses of the initial Director is

Andrew M. Mason,

5029 Muellers Ln

Safety Harbor, FL 34695-4819

**ARTICLE NINE**

The name and address of the incorporator is;

Andrew M. Mason,

5029 Muellers Ln

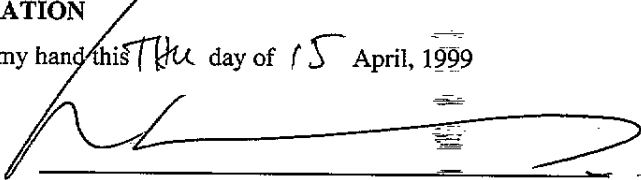
Safety Harbor, FL 34695-4819

**ARTICLE TEN**

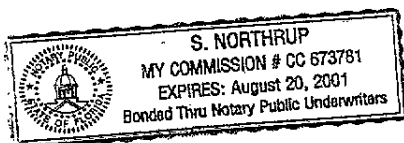
To the extent permitted by the Florida Business Corporation Act and the Florida Miscellaneous Corporation Laws Act, the Board of Directors shall authorize the Corporation to indemnify any present or former director, or officer, of the Corporation against judgments, penalties (including excise and similar taxes), fines, settlements, and reasonable expenses actually incurred by the person in connection with a proceeding in which the person was, is, or is threatened to be made a named defendant or respondent because the person is or was a director or officer of the Corporation. Directors and officers of the Corporation shall not be personally liable to the Corporation or its shareholders for any act or omission in their capacity as a director or officer, except to the extent otherwise expressly provided by law of statute of the State of Florida. Any repeal or modification of this Article shall be prospective only, and shall not adversely affect indemnity or personal liability existing at the time of the repeal or modification.

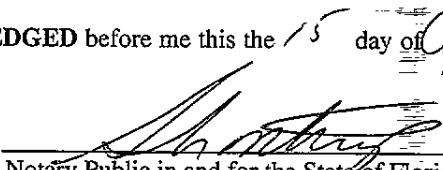
**I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS REGISTERED AGENT FOR SAID CORPORATION**

IN WITNESS WHEREOF, I have hereunto set my hand this 15 day of April, 1999

  
Andrew M. Mason  
Incorporator

**SUBSCRIBED, SWORN TO, AND ACKNOWLEDGED** before me this the 15 day of April, 1999, to which witness my hand and seal of office.



  
Notary Public in and for the State of Florida

Name Printed: \_\_\_\_\_

Commission Expires: \_\_\_\_\_